



Extra! "THE STRANGE RETURN OF LIGHTNING LAD!"



MAY
NO. 308

12¢

Adventure COMICS

SUPERBOY,
YOU'VE INFECTED
US ALL WITH A **RED**
KRYPTONITE VIRUS,
AND IT'S CHANGED
OUR BODIES
WEIRDLY! I ORDER
YOU TO LEAVE
TOWN!

DO WHAT
CHIEF PARKER
SAYS, SON,
BEFORE YOU
START A **RED**
KRYPTONITE
PLAGUE IN
TOWN!

Featuring:
SUPERBOY as---
"THE SUPER-
MENACE OF
SMALLVILLE!"

SUPERBOY

The ADVENTURES of
SUPERMAN
WHEN HE WAS A BOY

CAN YOU IMAGINE LANA LANG AS AN ELASTIC LASS... CHIEF PARKER AS A GIANT... PETE ROSS ABLE TO BREATHE FLAME... AND MA AND PA KENT REDUCED TO TINY SIZE? IT HAPPENS ONE DAY IN SMALLVILLE WHEN SUPERBOY STARTS A RED KRYPTONITE EPIDEMIC WHICH AFFECTS EVEN ORDINARY PEOPLE! AS A RESULT, THE BOY OF STEEL BECOMES--

The SUPER-MENACE of SMALLVILLE!

AND NOW,
CLARK--PLEASE
TELL THE CLASS
HOW WASHINGTON
CROSSED THE
DELAWARE!



ME SHOW YOU,
TEACHER--HIM
CROSSED THE DELAWARE--
LIKE THIS!

CLARK, WHAT ARE
YOU DOING?

GOLLY! RED
KRYPTONITE
HAS TURNED
CLARK INTO A
BIZARRO!

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ONE DAY IN SMALLVILLE, AS CLARK KENT, WHO IS SECRETLY SUPERBOY, HELPS HIS FOSTER-PARENTS, JONATHAN AND MARTHA KENT, IN THEIR GENERAL STORE...

SURPRISED TO SEE ME, EH, KENT?

LEX LUTHOR! GULP! HE MUST HAVE ESCAPED FROM THE STATE REFORMATORY!



BUT NEXT MOMENT...

IT'S OKAY, MR. KENT. I'M GUARDING LUTHOR! HE'S VOLUNTEERED TO BUILD A PRISON RADIO STATION TO BROADCAST MUSIC TO SMALLVILLE! THE WARDEN LET HIM OUT TO BUY RADIO PARTS!

I'M NOT MAD AT YOU, MR. KENT, EVEN THOUGH YOU WERE ON THE BOARD THAT TURNED DOWN MY PAROLE! THIS IS THE LIST OF TUBES AND COILS I'LL NEED!



AS LUTHOR'S ORDER IS FILLED...

GLAD TO SEE YOU USE YOUR SCIENTIFIC KNOWLEDGE FOR THE BENEFIT OF OTHERS, LEX! KEEP UP THE GOOD WORK AND YOU'LL EARN YOUR PAROLE!

THANKS, MR. KENT! I'LL TRY HARD!

CHUMPS! THEY DON'T KNOW IT, BUT THIS EQUIPMENT WILL HELP ME DESTROY SUPERBOY!



THAT AFTERNOON, SMALLVILLE RESIDENTS TAKE A HOLIDAY TO OBSERVE A SPECTACULAR EVENT...

ISN'T IT EXCITING? IMAGINE HAVING AN OIL-FIELD RIGHT OUTSIDE OF SMALLVILLE! I CAN'T WAIT TO SEE THAT GUSHER COME IN!

THE RUMOR SAYS THE DRILLERS EXPECT TO STRIKE OIL AT ANY TIME!



LATER, THE KENTS WITNESS A DRAMATIC SCENE AS...



THERE SHE GOES! HURRAY!

THAT GUSHER STREAM SURE IS POWERFUL! IT SHOT THAT ROCK OUT OF THE GROUND LIKE A CANNON-BALL!

BUT THEN, BY A FANTASTIC COINCIDENCE...



THAT ROCK! IT'S FLYING STRAIGHT UP TOWARD THAT PLANE! OH, CAN'T SOMEBODY DO ANYTHING?

LUCKILY EVERYBODY'S WATCHING THE PLANE! THAT GIVES ME A CHANCE TO SWITCH TO SUPERBOY AND GO INTO ACTION!

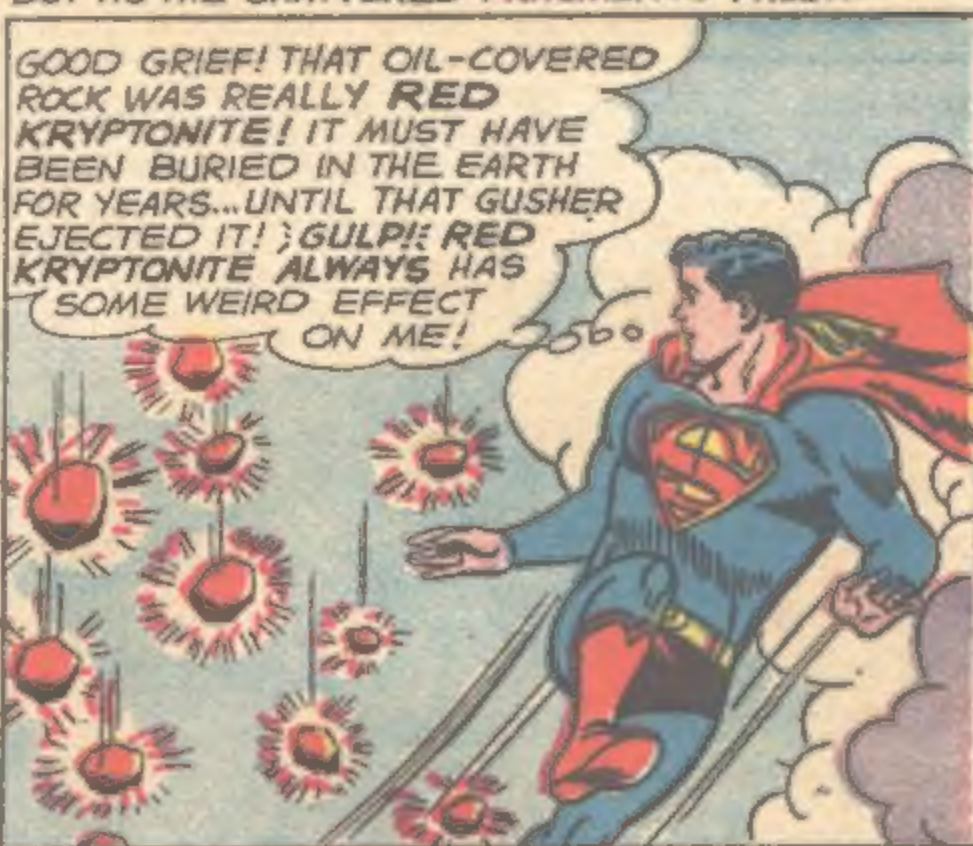
AN INSTANT LATER, A PICTURESQUE FIGURE STREAKS UPWARD AND...



USING MY SUPER-BREATH MIGHT HAVE DAMAGED THE PLANE! THIS IS THE BEST WAY TO GET RID OF THE ROCK!

HURRAH FOR SUPERBOY!

BUT AS THE SHATTERED FRAGMENTS FALL...

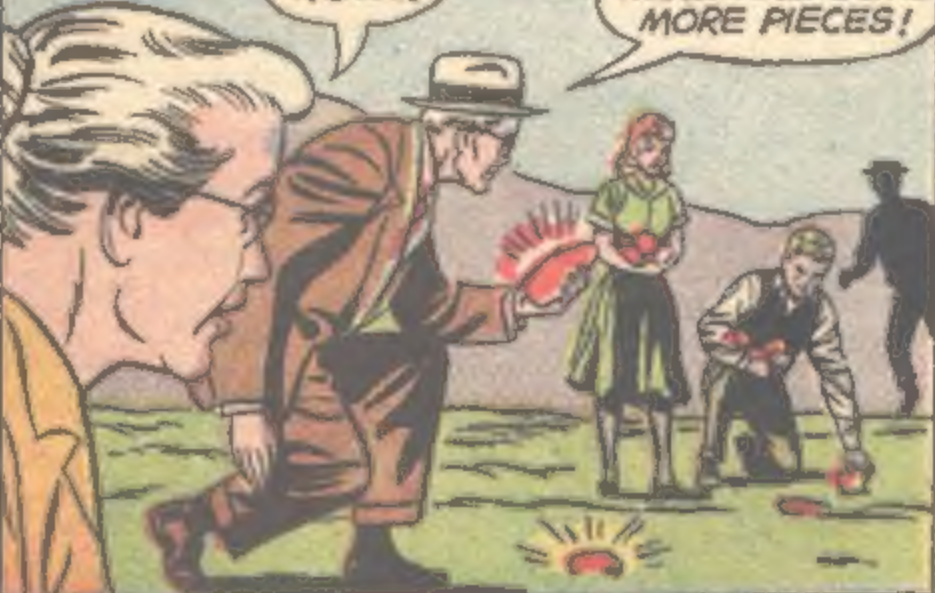


GOOD GRIEF! THAT OIL-COVERED ROCK WAS REALLY **RED KRYPTONITE**! IT MUST HAVE BEEN BURIED IN THE EARTH FOR YEARS...UNTIL THAT GUSHER EJECTED IT! **GULP!** **RED KRYPTONITE** ALWAYS HAS SOME WEIRD EFFECT ON ME!

MEANWHILE, BELOW...

LOOK, DEAR! CLARK'S FRIENDS, LANA LANG AND PETE ROSS, ARE PICKING UP THOSE PIECES OF ROCK!

THAT STUFF LOOKS LIKE **RED KRYPTONITE**! THEY'RE PROBABLY GATHERING IT TO PROTECT **SUPERBOY** FROM ITS EFFECTS! HERE ARE SOME MORE PIECES!



YES! THE CITIZENS OF SMALLVILLE ARE LOYAL TO THE **BOY OF STEEL**!

ALL RIGHT, FOLKS, WE'LL GIVE THAT **RED KRYPTONITE** TO POLICE CHIEF PARKER! HE'LL TAKE CARE OF IT!

RIGHT! I'LL PACK IT IN A LEAD BOX AND THROW IT IN THE SEA SO THAT IT CAN'T AFFECT **SUPERBOY**!



MEANWHILE, SUPERBOY HAS RESUMED HIS CLARK KENT IDENTITY AND...

I'M GLAD I WAS AROUND TO SEE **SUPERBOY** IN ACTION! SO LONG, PETE! SEE YOU IN SCHOOL TOMORROW!

SO LONG, CLARK!

STRANGE! THAT **RED KRYPTONITE** STILL HASN'T AFFECTED ME! I GUESS ITS POWER WAS WEAKENED BY THE CHEMICAL ACTION OF THAT OIL!

WHAT AN ACTOR! HE DOESN'T DREAM THAT I ONCE ACCIDENTALLY DISCOVERED HE'S REALLY **SUPERBOY**... AND THAT I'VE SWORN TO PROTECT HIS SECRET!



RETURNING HOMeward, AS THE KENTS TURN ON THE CAR RADIO...

STATION **WPEN**, BROADCASTING! YOUR HOST **LEX LUTHOR** AT THE MICROPHONE! GET SET FOR AN AFTERNOON OF MELODY, FOLKS!

SO **LEX LUTHOR** IS FINALLY DOING SOMETHING WORTHWHILE! IT'S HARD TO BELIEVE!



USING HIS TELESCOPIC VISION, CLARK FOCUSES ON THE STATE REFORMATORY, WHERE...

AND THIS RECORD IS DEDICATED TO CHIEF PARKER! I PREDICT THAT HE WILL SOON BECOME THE **BIGGEST MAN IN SMALLVILLE!**

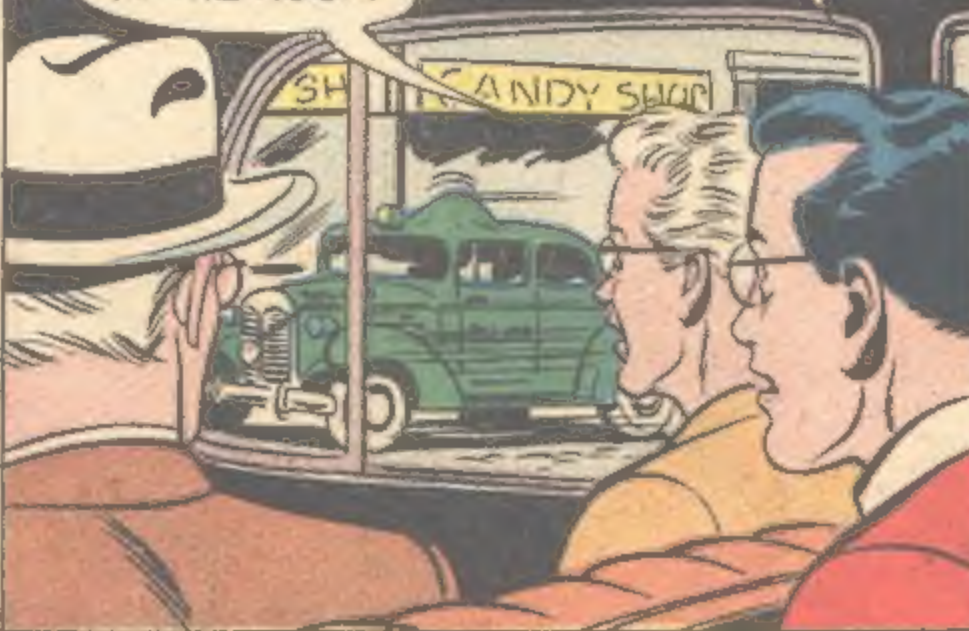
HM! IT LOOKS LIKE LUTHOR HAS CHANGED HIS OPINION OF THE CHIEF! MAYBE HE IS REFORMING, AFTER ALL!



AS THE KENTS ENTER TOWN...

THERE'S CHIEF PARKER NOW! OH, DEAR, THERE'S SOMETHING WRONG WITH HIS SQUAD CAR! JUST LOOK AT THAT STRANGE BUMP IN THE ROOF!

THAT BUMP IS GROWING!



IN THE NEXT INCREDIBLE SECOND... HE'S LOSING CONTROL OF THE CAR! HE'S GOING TO CRASH UNLESS I STOP HIM!

AM I SEEING THINGS? CHIEF PARKER IS GROWING STRANGELY! HIS HEAD AND SHOULDERS ARE COMING THROUGH THE TOP OF THE CAR!



AS THE CHIEF CLIMBS OUT OF THE CAR...

YE GODS! I'VE SUDDENLY BECOME AN OVERGROWN GIANT! UHHH! NOW MY FOOT'S CAUGHT IN THAT OPEN MANHOLE! HELP ME GET IT OUT, **SUPERBOY!**

RELAX, CHIEF! I'LL HAVE YOU FREE IN A MOMENT!



AT EYE-BLURRING SPEED, CLARK SWITCHES TO THE BOY OF STEEL...

GASP! SUPERBOY! YOU CAME JUST IN TIME! THAT CAR WOULD HAVE CAUSED A TRAGIC ACCIDENT!

ALL RIGHT, FOLKS, DON'T PANIC!

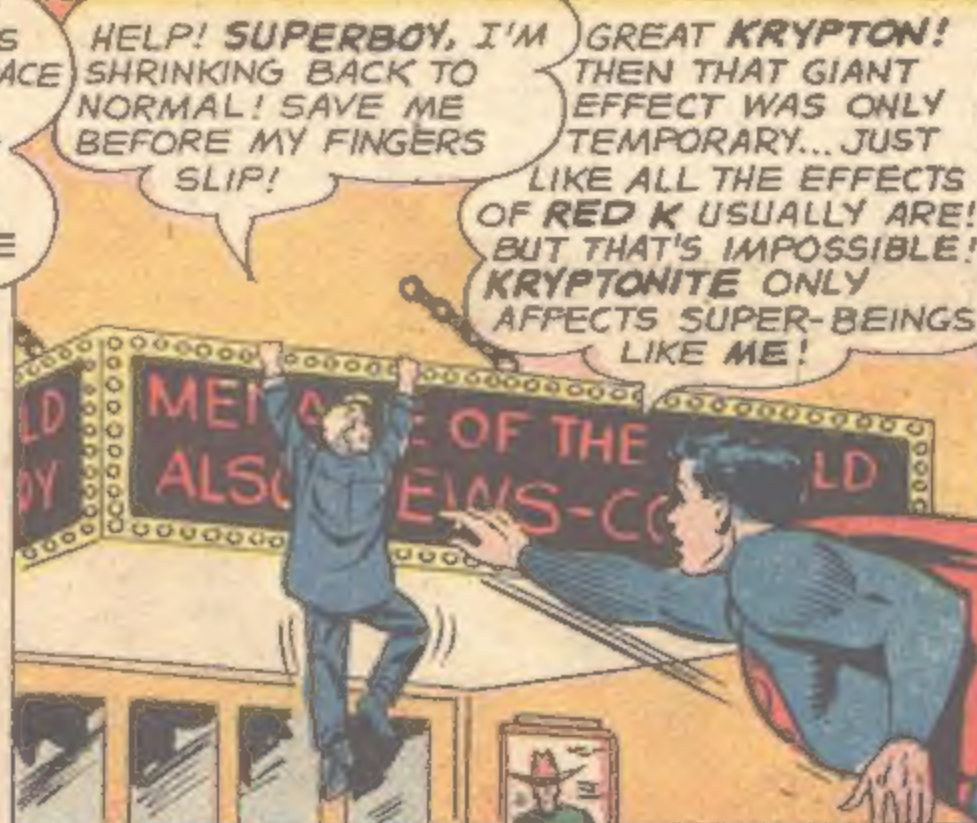
GULP! LET ME OUT OF THIS SARDINE CAN!



AS SUPERBOY HELPS THE CHIEF TO SAFETY...



BUT AFTER SUPERBOY CLEARS THE STREET...



THE NEXT MORNING, AT THE KENT'S BREAKFAST TABLE...



BUT LATER THAT DAY IN SCHOOL...



THE NEXT INSTANT...



AS PETE'S BREATH MELTS THE GLASS VESSELS AND IGNITES THE CHEMICALS...



SECONDS LATER, A COLORFUL FIGURE FLASHES TO THE RESCUE...

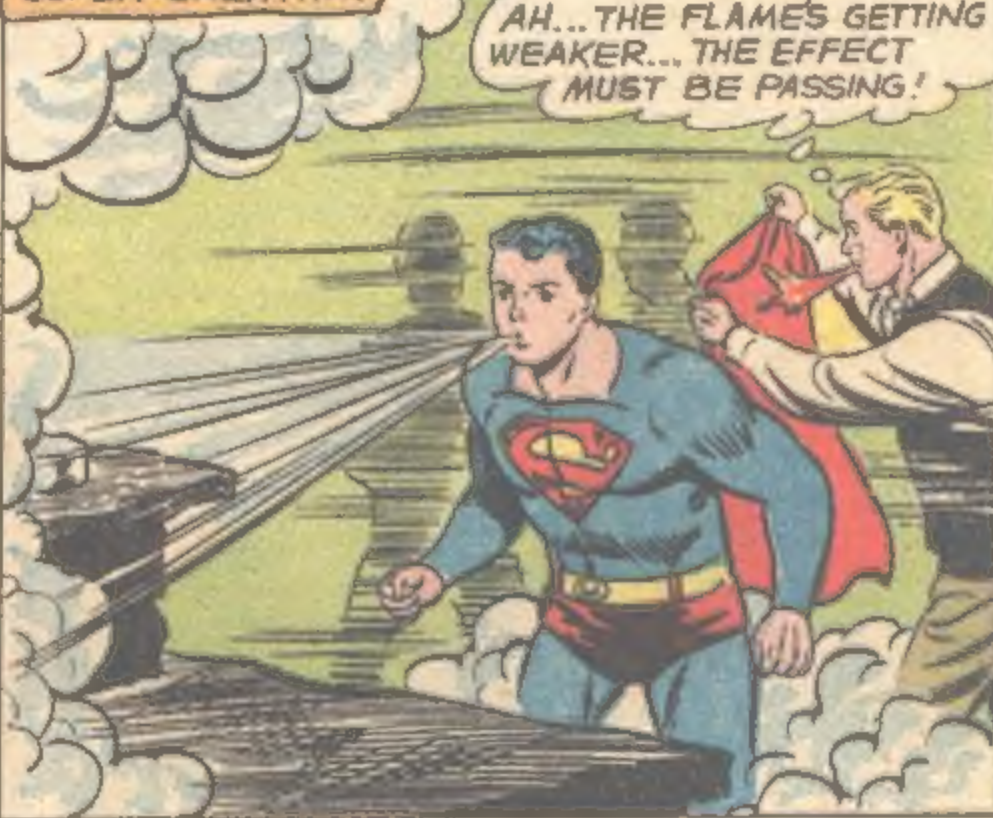
HERE, PETE! COVER YOUR MOUTH WITH MY INDESTRUCTIBLE CAPE! IT WILL KEEP YOU FROM SPREADING THE FLAMES WHILE I BLOW OUT THE FIRE YOU'VE STARTED!

THANKS, SUPERBOY! WHOOSH!



AS THE BOY OF STEEL DOUSES THE FIRE WITH HIS SUPER-BREATH...

AH...THE FLAMES GETTING WEAKER...THE EFFECT MUST BE PASSING!



PRESENTLY...

HERE'S YOUR CAPE, SUPERBOY, AND THANKS A MILLION! I THINK IT WAS THE RED KRYPTONITE THAT CAUSED ME TO DEVELOP FLAME BREATH!

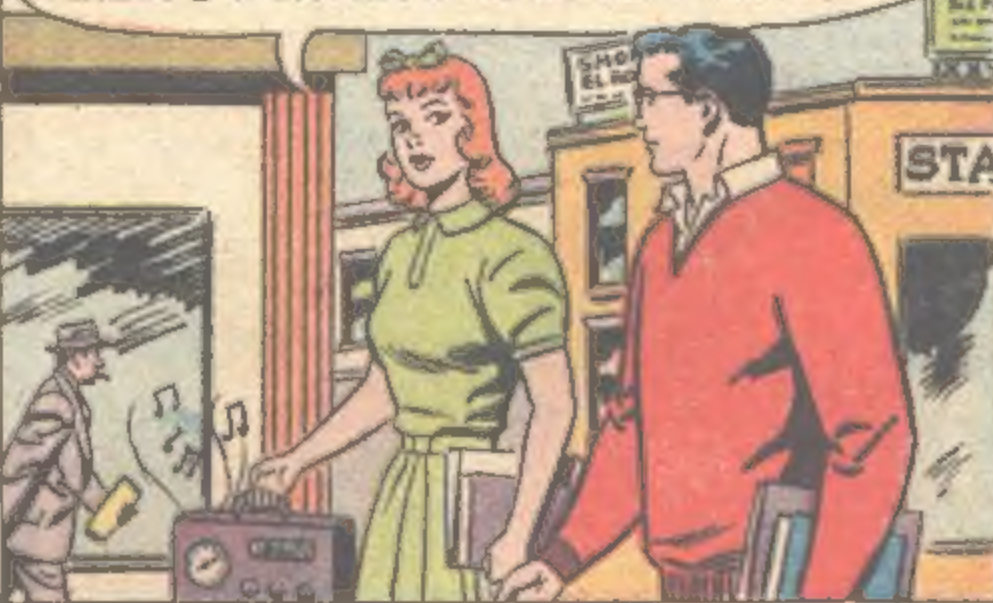
YOU'RE WRONG, PETE! EVERYONE KNOWS THAT RED K WON'T AFFECT YOU UNLESS YOU'RE SUPER! WELL, SO LONG!

HM! IF RED K ISN'T CREATING THESE FREAK EFFECTS, WHAT IS?



LATER, AFTER SUPERBOY HAS SWITCHED BACK TO CLARK KENT AND WALKS HOME WITH LANA LANG...

I'M LISTENING TO LEX LUTHOR'S DISC JOCKEY SHOW, CLARK! ALL THE GIRLS HAVE WRITTEN HIM FAN LETTERS ASKING HIM TO PLAY THEIR FAVORITE TUNES! I WONDER IF HE'LL PLAY MINE!



AT THAT MOMENT, IN THE REFORMATORY...

AND NOW, BY SPECIAL REQUEST OF LANA LANG... A LIVELY NUMBER CALLED "REACHING FOR THE MOON!"



JUST THEN...

OH, THAT POOR LITTLE DOG ON THAT LEDGE! HE'S SO FRIGHTENED! I'VE GOT TO TRY TO SAVE HIM EVEN THOUGH I CAN'T POSSIBLY... SAY... WHAT'S THIS... MY-MY HAND S-T-R-E-T-C-H-E-D!



NEXT MOMENT...

CLARK! DID YOU SEE THAT? MY ARM STRETCHED UP TO THAT LEDGE! THE RED KRYPTONITE I TOUCHED MUST HAVE MADE ME ELASTIC!

GULP! ANOTHER ONE OF THOSE WEIRD EFFECTS! HOW IS IT POSSIBLE?



GIDDY WITH EXCITEMENT, LANA TRIES ANOTHER STUNT...

I'VE GOT A GREAT IDEA! I'LL USE MY ELASTIC POWER TO GET AN INTERVIEW WITH THE RIVETERS WORKING ON THAT NEW SKYSCRAPER FOR OUR SCHOOL NEWSPAPER!

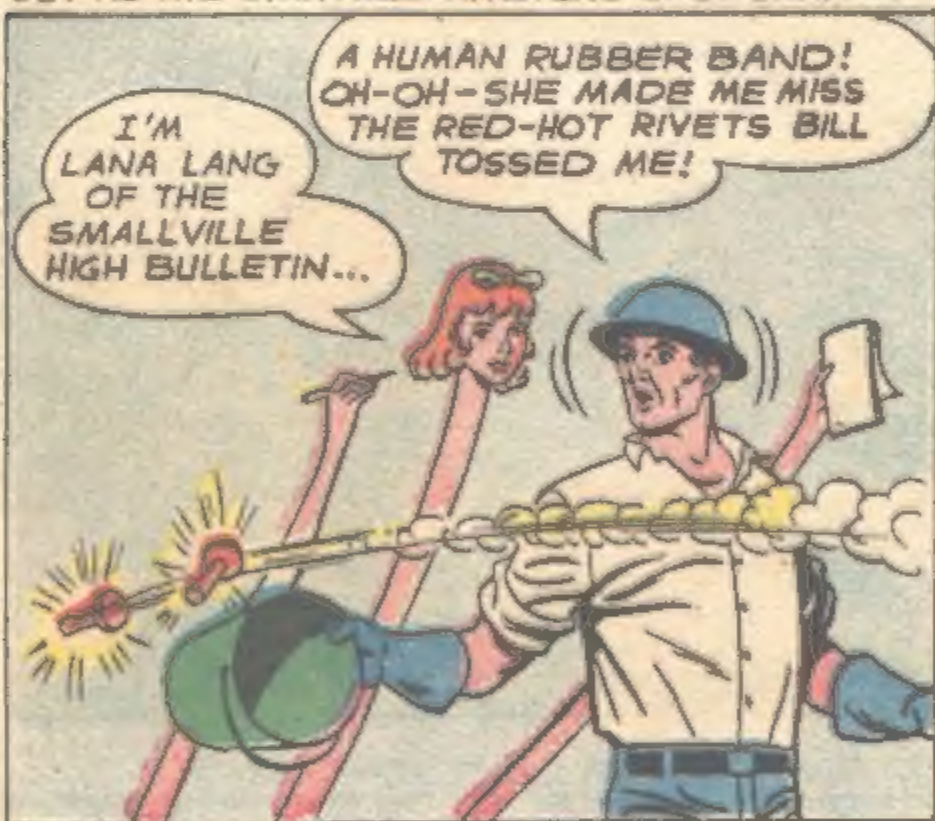
GOOD GRIEF! WHAT NEXT?



BUT AS THE STARTLED RIVETERS SPOT LANA...

A HUMAN RUBBER BAND! OH-OH-SHE MADE ME MISS THE RED-HOT RIVETS BILL TOSSED ME!

I'M LANA LANG OF THE SMALLVILLE HIGH BULLETIN...

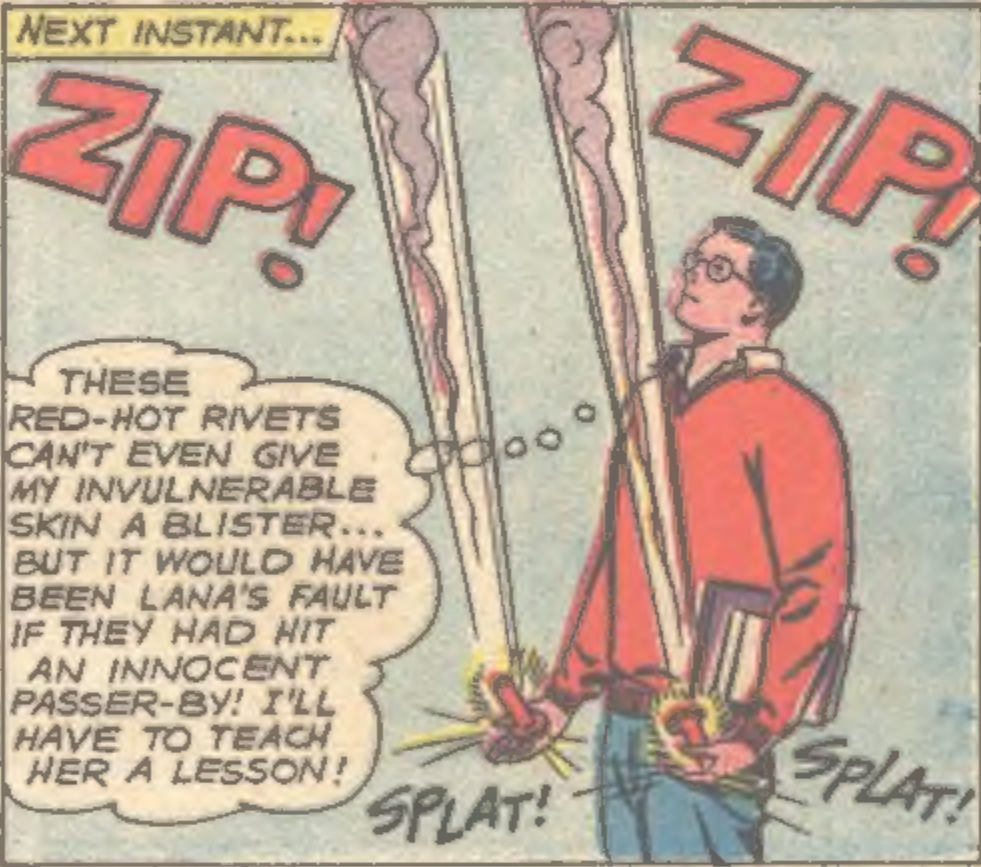


NEXT INSTANT...

ZIP! ZIP!

THESE RED-HOT RIVETS CAN'T EVEN GIVE MY INVULNERABLE SKIN A BLISTER... BUT IT WOULD HAVE BEEN LANA'S FAULT IF THEY HAD HIT AN INNOCENT PASSER-BY! I'LL HAVE TO TEACH HER A LESSON!

SPLAT! SPLAT!



PRESENTLY...

CLARK! I'M LOSING MY ELASTIC POWERS! MY LIMBS ARE RETURNING TO THEIR NORMAL LENGTH!

THANK GOODNESS, LANA! I NEARLY GOT HEART-FAILURE WHEN THOSE RIVETS ALMOST HIT ME!



I'M BORRY, CLARK! BUT WHAT A COINCIDENCE! RIGHT AFTER LUTHOR DEDICATED A RECORD CALLED "REACHING FOR THE MOON" TO ME, I DEVELOPED ELASTIC POWERS!

THAT IS A COINCIDENCE!

AND IT WAS A COINCIDENCE THAT WHEN LUTHOR PREDICTED CHIEF PARKER WOULD BE THE BIGGEST MAN IN TOWN, THE CHIEF GREW TO GIANT SIZE!



LATER, IN THE KENT STORE, AS CLARK DISCUSSES THE MYSTERY WITH HIS FOSTER-PARENTS...

...AND AFTER LUTHOR DEDICATED "SMOKE GETS IN YOUR EYES" TO PETE ROSS, PETE DEVELOPED FLAME BREATH!

SON, YOU'RE JUST EXAGGERATING A SERIES OF COINCIDENCES! YOU CAN'T BLAME LEX FOR ALL THESE WEIRD EFFECTS! AFTER ALL, HE'S LOCKED UP IN PRISON! I'LL PROVE IT! I'LL TURN ON THE RADIO TO HIS PROGRAM!



AS THE FAMILIAR VOICE ECHOES THROUGH THE LOUDSPEAKER...

AND NOW I DEDICATE MY NEXT TUNE TO SMALLVILLE'S POPULAR COUPLE, MR. AND MRS. JONATHAN KENT! IT'S A SONG CALLED, "IT'S A SMALL WORLD"!

ISN'T THAT NICE OF LEX LUTHOR, DEAR? HE'S REALLY TURNING OUT TO BE A FINE YOUNG MAN!



BUT LATER, AS CLARK WEIGHS SOME GUMDROPS...

MRS. SHULTZ PHONED FOR ME TO DELIVER A POUND OF GUMDROPS...

GREAT DAY! I'M SHRINKING! ...UHH! I'M LOSING MY BALANCE! ...FALLING!



DAD! WHAT'S HAPPENED TO YOU? I CAN'T UNDERSTAND IT!

HELP ME, SON! I'VE BEEN SHRUNKEN TO MINIATURE SIZE!

PRESENTLY, AS CLARK CARRIES HIS FATHER INTO THE BACKROOM...

MOTHER! SOMETHING TERRIBLE HAPPENED TO DAD! MOTHER, WHERE ARE YOU?

I'M RIGHT HERE, SON!



AND NOW, ANOTHER SHOCK FOR CLARK...

IT MUST HAVE BEEN THAT RED KRYPTONITE I TOUCHED WHICH SHRANK ME TO THIS TINY SIZE, SON!

CHOKE!!... THAT SAME THING JUST HAPPENED TO DAD! AND RIGHT AFTER LUTHOR PLAYED "IT'S A SMALL WORLD" IN YOUR HONOR!



THERE'S NO TELLING HOW LONG THE EFFECTS OF THIS RED KRYPTONITE WILL LAST! FOR SAFETY'S SAKE, YOU'D BETTER LIVE IN THIS FURNISHED DOLL HOUSE UNTIL YOU GROW BACK TO NORMAL!

ALL RIGHT, SON! BUT YOU'D BETTER FIND SOME SOLUTION TO THESE STRANGE REACTIONS SPREADING THROUGH SMALLVILLE!

CLARK CARRIES THE DOLL HOUSE BACK TO THE KENT HOME AND THERE, THE NEXT MORNING...

HI, FOLKS! BREAKFAST TIME! I'M TUNING IN ON LUTHOR'S PROGRAM! WE MAY GET SOME CLUE AS TO WHO WILL BE AFFECTED NEXT!

A GOOD IDEA, SON! WE'LL BE WITH YOU AS SOON AS YOUR MOTHER PREPARES BREAKFAST IN THE TOY KITCHEN!

SOON, AS THE TINY KENTS JOIN CLARK ON THEIR PATIO...

LEX LUTHOR SPEAKING! WE'LL START WITH A RECORD DEDICATED TO CLARK KENT... A CUTE NUMBER CALLED "THERE'LL BE SOME CHANGES MADE!"

BUT THAT PREDICTION CAN'T POSSIBLY COME TRUE! I'M SUPER AND THIS RED KRYPTONITE PLAGUE AFFECTS ONLY ORDINARY PEOPLE! OH, WELL, I'D BETTER HURRY. IT'S TIME FOR ME TO MAKE MY MORNING PATROL OF SMALLVILLE!

BUT AS SUPERBOY REPORTS TO SCHOOL AFTER HIS PATROL...

I'D BETTER CHANGE BACK TO CLARK KENT IN A HURRY! I'M LATE...

WAIT! THERE'S SOMEONE IN MY SEAT! THAT'S STRANGE!

IT'S EVEN STRANGER THAN YOU THINK, SUPERBOY, FOR IN THE NEXT FEW MOMENTS...

IT'S A BIZARRO-CLARK KENT! AND HE'S RECITING MY HISTORY HOMEWORK WITH THE FACTS ALL BACKWARDS!

GLOBE SHOULD NOT BE ROUND LIKE THIS, BUT SQUARE! IN 2941 COLUMBUS CHRISTOFER SAILED EAST FROM AMERICA AND DISCOVERED EUROPE... THEREBY PROVING EACH SIDE OF THE WORLD IS FLAT!

I'VE NEVER HEARD SO MANY MISTAKES! YOU GET AN "F" FOR THIS LESSON, CLARK! AND TAKE THAT SILLY WHITE MAKE-UP OFF YOUR FACE!

WHEEE! MY PARENTS WILL BE SO HAPPY THEY WILL REWARD ME WITH A SPANKING!

THEN I WAS WRONG! THAT RED KRYPTONITE CAN AFFECT ME...OR CAN IT? I'M ALL MIXED UP!

BUT ONE THING I DO KNOW! LUTHOR PREDICTED THIS! THAT SONG HE DEDICATED TO ME WAS CALLED, "THERE'LL BE SOME CHANGES MADE"—AND EVERYONE IN CLASS SAW A "CHANGED" CLARK KENT!



PUZZLED, SUPERBOY RETURNS HOME THROUGH THE SECRET TUNNEL IN HIS BASEMENT, AND THERE...

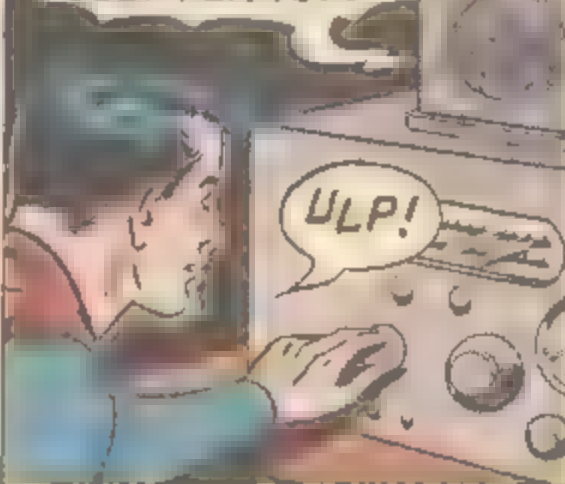
MOTHER! DAD! YOU'VE BECOME NORMAL AGAIN!

YES, SON! THE EFFECT WORE OFF A SHORT TIME AGO! BY THE WAY, LUTHOR'S DAILY BROADCAST IS ON NOW! TURN ON YOUR RADIO!

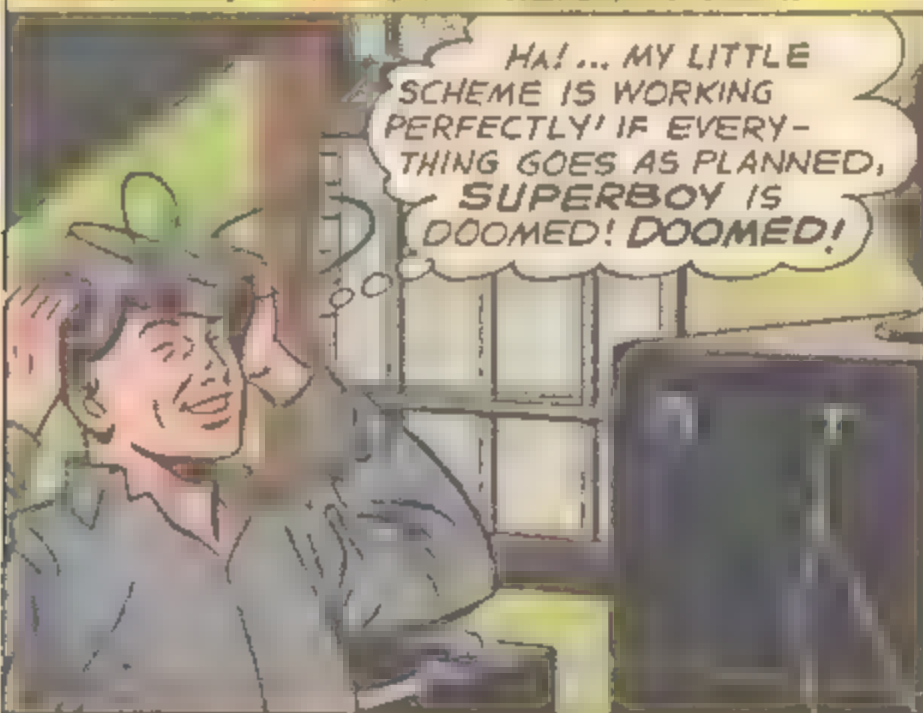


AS SUPERBOY FLIPS THE SWITCH...

THIS IS LEX LUTHOR SIGNING OFF FOR NOW. WITH A SPECIAL MESSAGE FOR MY FRIEND SUPERBOY! LISTEN IN TOMORROW, OLD SUPERBUDDY! I'LL BE DEDICATING A SPECIAL RECORD JUST FOR YOU!



MEANWHILE, AT THE STATE REFORMATORY...



HA!... MY LITTLE SCHEME IS WORKING PERFECTLY! IF EVERYTHING GOES AS PLANNED, SUPERBOY IS DOOMED! DOOMED!

WHAT IS THIS DIABOLICAL PLOT THAT LUTHOR HAS HATCHED AGAINST SUPERBOY? LET US GO BACK A FEW DAYS TO THE MOMENT IT ALL BEGAN...

LUTHOR! THIS IS KRONN, A RENEGADE SCIENTIST FROM ATLANTIS! I AM CONTACTING YOU TELEPATHICALLY! I CAN HELP YOU BREAK OUT OF PRISON!

A MENTAL VOICE IN MY BRAIN! IT COULD BE SOME KIND OF HOAX TO TRICK ME INTO REVEALING ANY ESCAPE PLANS I HAVE!



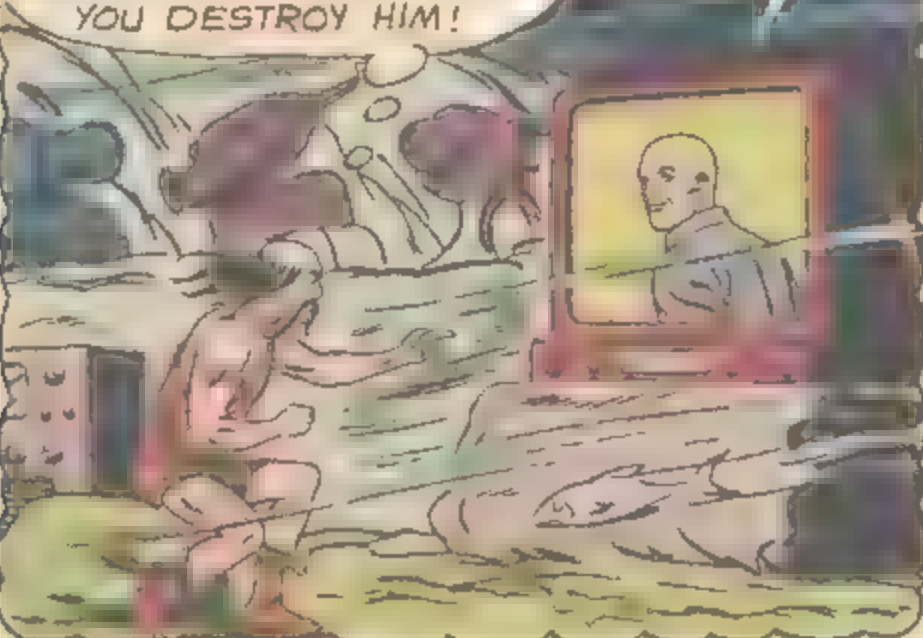
BUT AT THAT MOMENT, IN A REMOTE CORNER OF THE OCEAN FLOOR...

IT'S NO HOAX, LUTHOR! FOR YEARS I'VE WATCHED YOU ON MY MONITOR SCREEN AND SEEN HOW SUPERBOY DEFEATED YOUR PLANS! I CAN HELP YOU DESTROY HIM!

KEEP TALKING, KRONN! YOU INTEREST ME!

LISTEN! I HAVE FOUND A STORE OF SUPER-WEAPONS DESIGNED BY ATLANTIAN SCIENTISTS AGES BEFORE ATLANTIS SANK! THEY ARE USELESS HERE IN THE SEA, BUT YOU CAN HAVE THEM IF YOU'LL USE YOUR GENIUS TO HELP ME TAKE OVER ATLANTIS!

IT'S A DEAL...IF YOU HELP ME KILL SUPERBOY!





AND SO THE TWO EVIL MASTER-MINDS PLAN A CUNNING TRAP...

FIRST YOU'LL NEED A TELEPATHIC RADIO BEAM THAT WILL BROADCAST MASS HYPNOTIC ILLUSIONS! HERE IS THE CIRCUIT I DESIGNED!

I'LL MAKE A RECORD OF IT AS YOU TRANSMIT IT MENTALLY, KRONN!

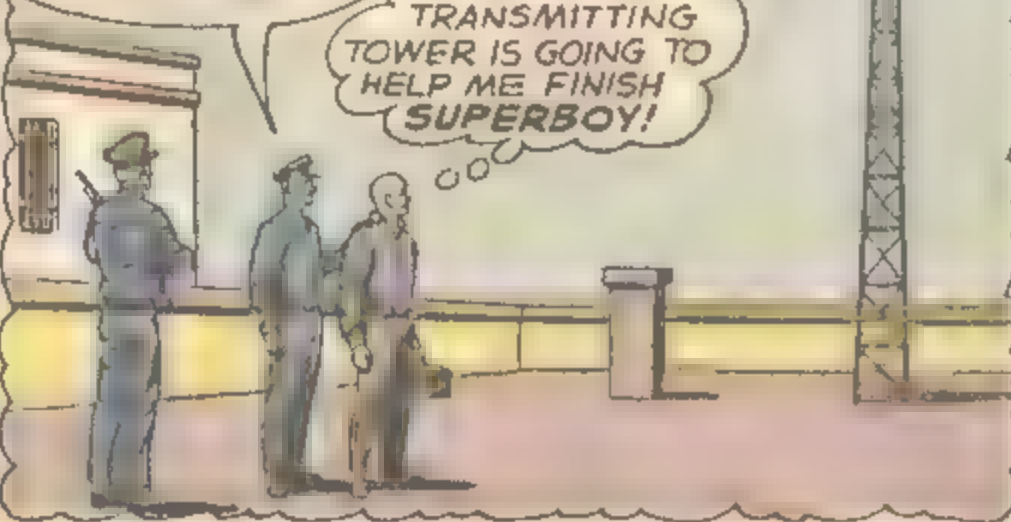


AS PART OF THE SCHEME, LUTHOR SOFT-SOAPS THE WARDEN INTO LETTING HIM BUILD A RADIO-STATION...

I'M GLAD YOU'RE USING YOUR TALENTS FOR SOMETHING USEFUL, LUTHOR! IT'S GOOD TO SEE YOU TURNING OVER A NEW LEAF!

THANKS, WARDEN! I WANT TO BE A USEFUL CITIZEN SOME DAY!

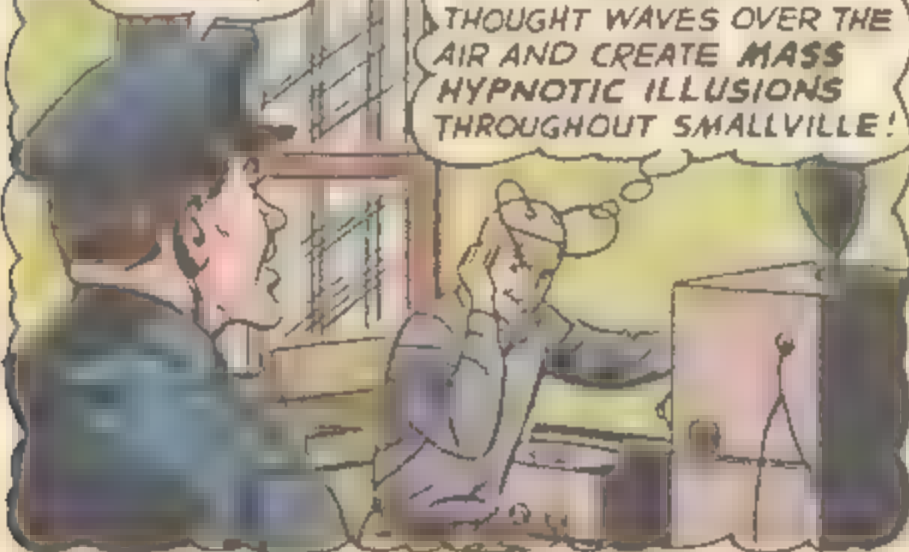
HE DOESN'T KNOW IT BUT THAT TRANSMITTING TOWER IS GOING TO HELP ME FINISH SUPERBOY!



PRESENTLY, AS LUTHOR BEGINS HIS FIRST BROADCAST...

WE'RE ALL WAITING TO HEAR THE FIRST RECORD ON YOUR DISC JOCKEY PROGRAM, LUTHOR!

HA, HA! I'M GOING TO BROADCAST A LOT MORE THAN MUSIC! THOSE FAKE EARPHONES HAVE SPECIAL CONTACTS THAT WILL TRANSMIT MY THOUGHT WAVES OVER THE AIR AND CREATE MASS HYPNOTIC ILLUSIONS THROUGHOUT SMALLVILLE!



AS LUTHOR'S WILY BRAIN TRANSMITS ITS WEIRD COMMANDS...

...AND NOW, PEOPLE OF SMALLVILLE, I ORDER YOU TO PICK UP THE IMAGINARY PIECES OF RED KRYPTONITE WHICH YOU BELIEVE YOU SAW SUPERBOY SHATTER JUST BEFORE IT WAS ABOUT TO STRIKE THAT IMAGINARY AIRPLANE!



IN THE NEXT FEW DAYS THE CRAFTY CRIMINAL TRANSMITS ONE TELEPATHIC DELUSION AFTER ANOTHER...



SOON AFTERWARD, LUTHOR GETS AN UNEXPECTED VISITOR...

LUTHOR, IT'S ODD HOW THE TITLES TO YOUR RECORD SELECTIONS ALWAYS PREDICT THE WEIRD TRANSFORMATIONS! I THINK YOU'RE BEHIND ALL THIS!

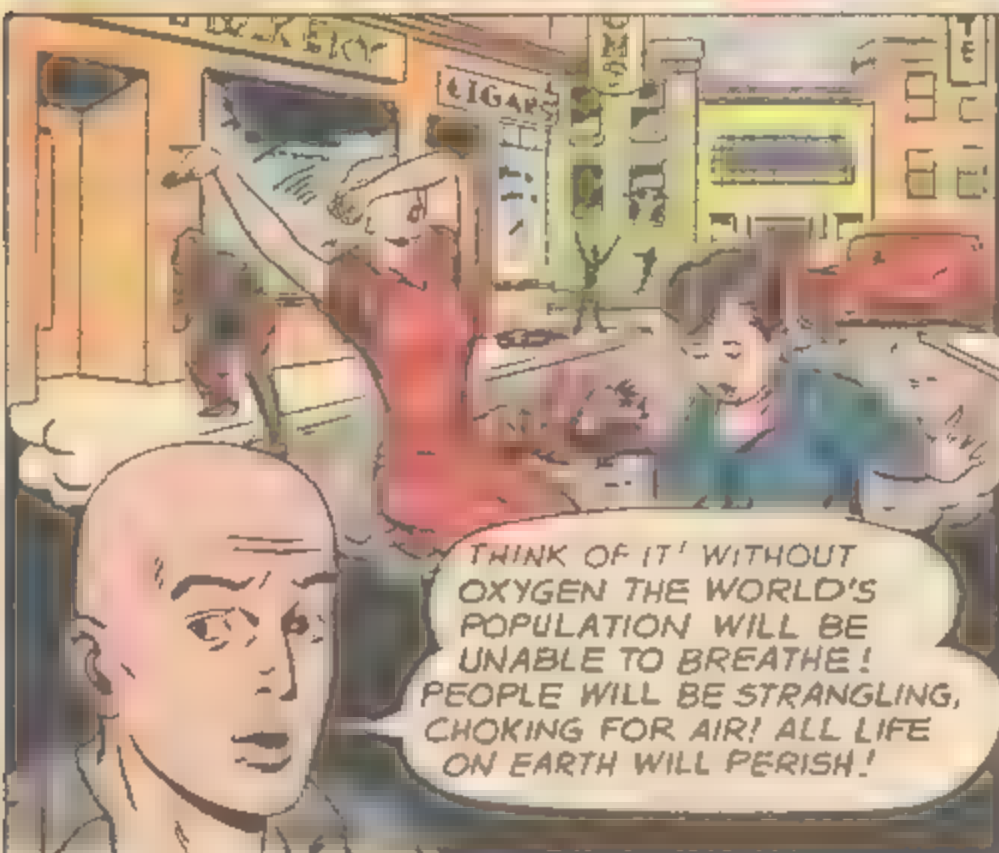
NO, SUPERBOY! IT'S YOU WHO ARE SPREADING THE EFFECTS OF THAT RED KRYPTONITE LIKE A PLAGUE! BUT THE WORST EFFECT IS YET TO COME!

LOOK, SUPERBOY! READ THE TITLE OF MY NEXT RECORD! THAT RECORD PREDICTS HOW THE RED KRYPTONITE YOU TOUCHED WILL AFFECT YOU!

"YOU LEAVE ME BREATHLESS"

YOU LEAVE ME BREATHLESS?" BUT I DON'T UNDERSTAND! HOW WILL THAT RED KRYPTONITE AFFECT ME? GULP!

SUPERBOY, AT ANY MOMENT YOUR BODY WILL SUDDENLY BEGIN TO GIVE OFF A RADIATION WHICH WILL DESTROY ALL THE OXYGEN IN THE EARTH'S ATMOSPHERE!



THERE IS ONLY ONE ANTIDOTE TO THAT FORM OF RED KRYPTONITE! IT'S THIS PURPLE UNDER-SEA PLANT WHICH GROWS ON THE OCEAN FLOOR AT LATITUDE 20° NORTH, LONGITUDE 180°!

I'LL GO THERE AT ONCE! BUT I DON'T UNDERSTAND HOW YOU'RE ABLE TO PREDICT THESE EFFECTS OR WHY YOU'RE SO INTERESTED IN HELPING ME!

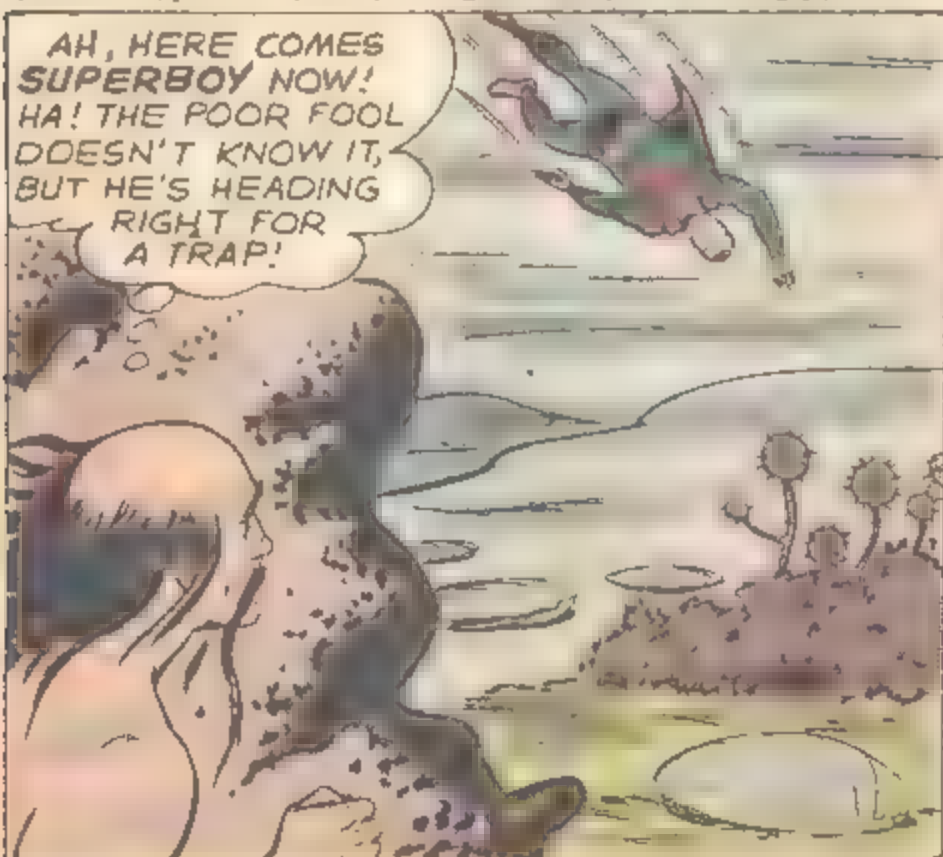
I CAN'T REVEAL MY SOURCE OF INFORMATION ABOUT THE RED KRYPTONITE EFFECTS, SUPERBOY! AS FOR WHY I'M HELPING YOU... WELL, I HOPE YOU'LL PUT IN A GOOD WORD FOR ME WITH THE PAROLE BOARD!

OKAY LUTHOR, I UNDERSTAND! I'M TAKING OFF TO GET SOME OF THAT ANTIDOTE!

AS SUPERBOY LEAVES, KRONN CONTACTS HIS FELLOW CONSPIRATOR TELEPATHICALLY...

EXCELLENT WORK, LUTHOR! BY READING YOUR THOUGHTS, I KNOW THAT SUPERBOY FELL FOR YOUR PHONEY PREDICTION AND IS NOW HEADING FOR THE SPOT WE AGREED ON! I PREPARED THE TRAP! I WILL NOTIFY YOU AS SOON AS IT'S ALL OVER!

SHORTLY, IN A REMOTE CORNER OF THE SEA.



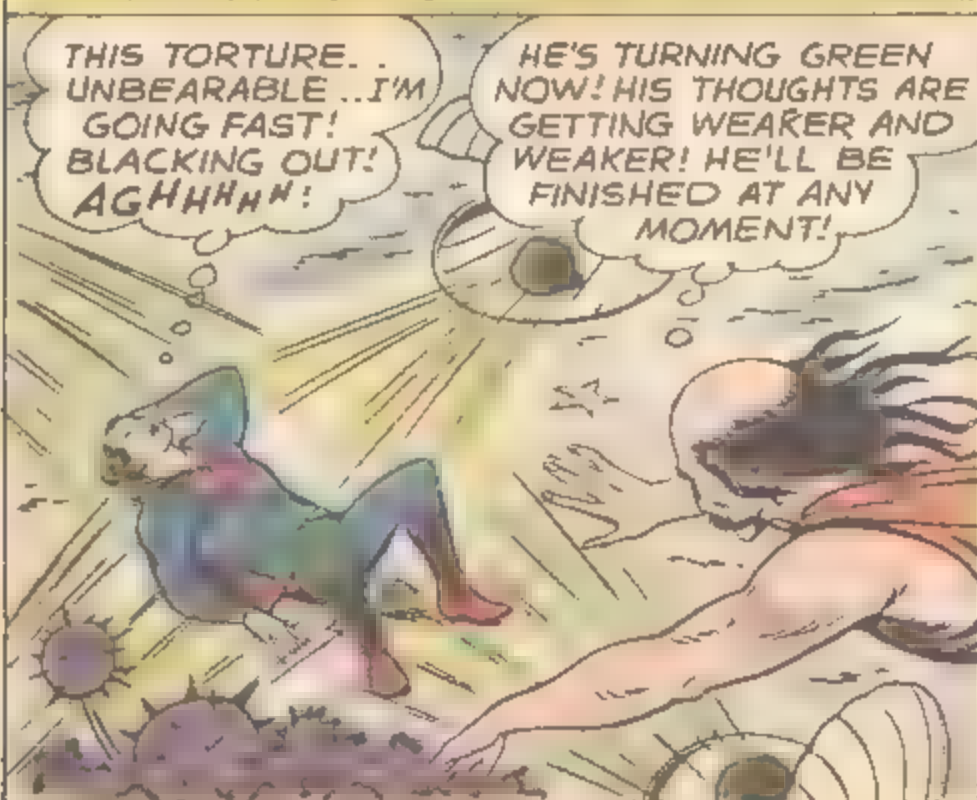
AH, HERE COMES **SUPERBOY** NOW! HA! THE POOR FOOL DOESN'T KNOW IT, BUT HE'S HEADING RIGHT FOR A TRAP!

PERFECT! THOSE FAKE CLAMSHELLS WERE LINED WITH LEAD AND CONTAINED GREEN KRYPTONITE! THEY WERE SET TO SNAP OPEN AS **SUPERBOY** CAME WITHIN RANGE

KRYPTONITE RAYS. SURROUNDING ME EVERYWHERE... WEAKENING ME! CAN'T STAND THE PAIN!



AND UNDER THE IMPACT OF THE POISONOUS RAYS...



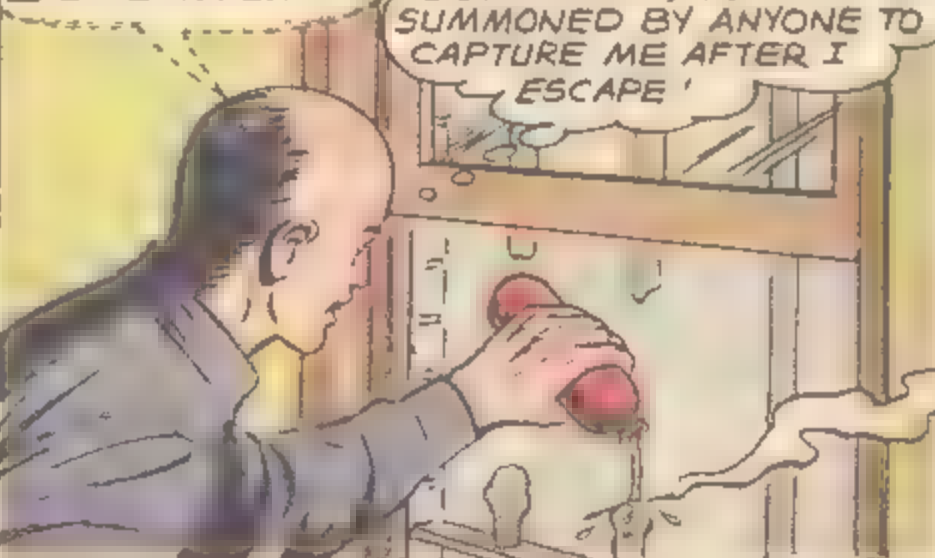
THIS TORTURE... UNBEARABLE... I'M GOING FAST! BLACKING OUT! AGHHHHH!

HE'S TURNING GREEN NOW! HIS THOUGHTS ARE GETTING WEAKER AND WEAKER! HE'LL BE FINISHED AT ANY MOMENT!

PRESENTLY, LUTHOR RECEIVES WORD OF HIS EVIL TRIUMPH...

SUPERBOY IS FINISHED, LUTHOR! HIS BODY IS LYING HERE BEFORE ME! PROCEED WITH PHASE II OF OUR PLAN!

GREAT WORK, **KRONN**! NOW I'LL POUR THIS METAL-DISSOLVING ACID ON MY WINDOW BARS! CHUCKLE! SINCE **SUPERBOY** IS DEAD, HE CAN'T BE SUMMONED BY ANYONE TO CAPTURE ME AFTER I ESCAPE!



BUT TO LUTHOR'S CHAGRIN, AS HE SLIPS OVER THE PRISON WALLS...

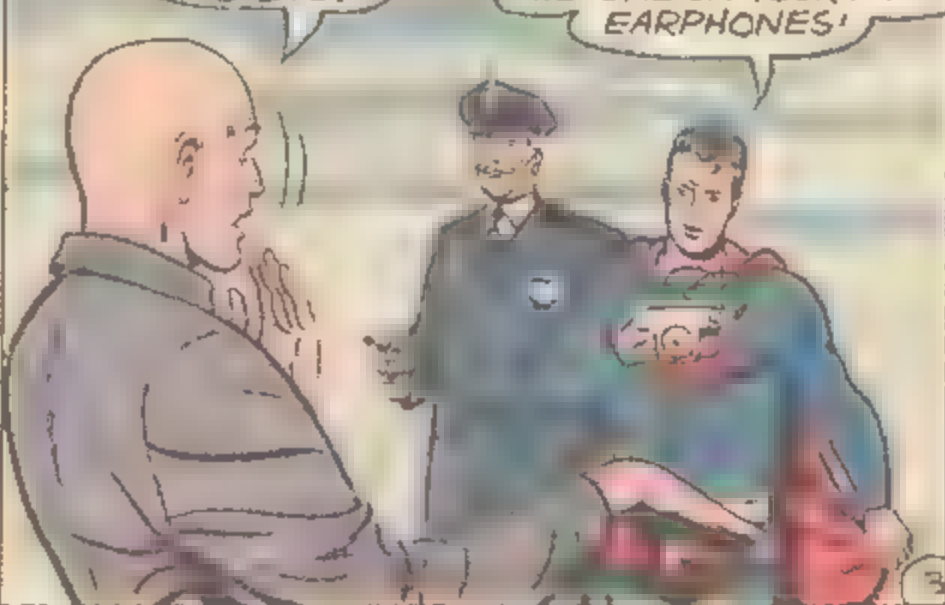
YOU WERE RIGHT, **SUPERBOY**! YOU GAVE HIM ENOUGH ROPE AND CHIEF PARKER SMOKED HIM OUT! IT WAS ALL A CLEVER SCHEME OF HIS TO KILL YOU!

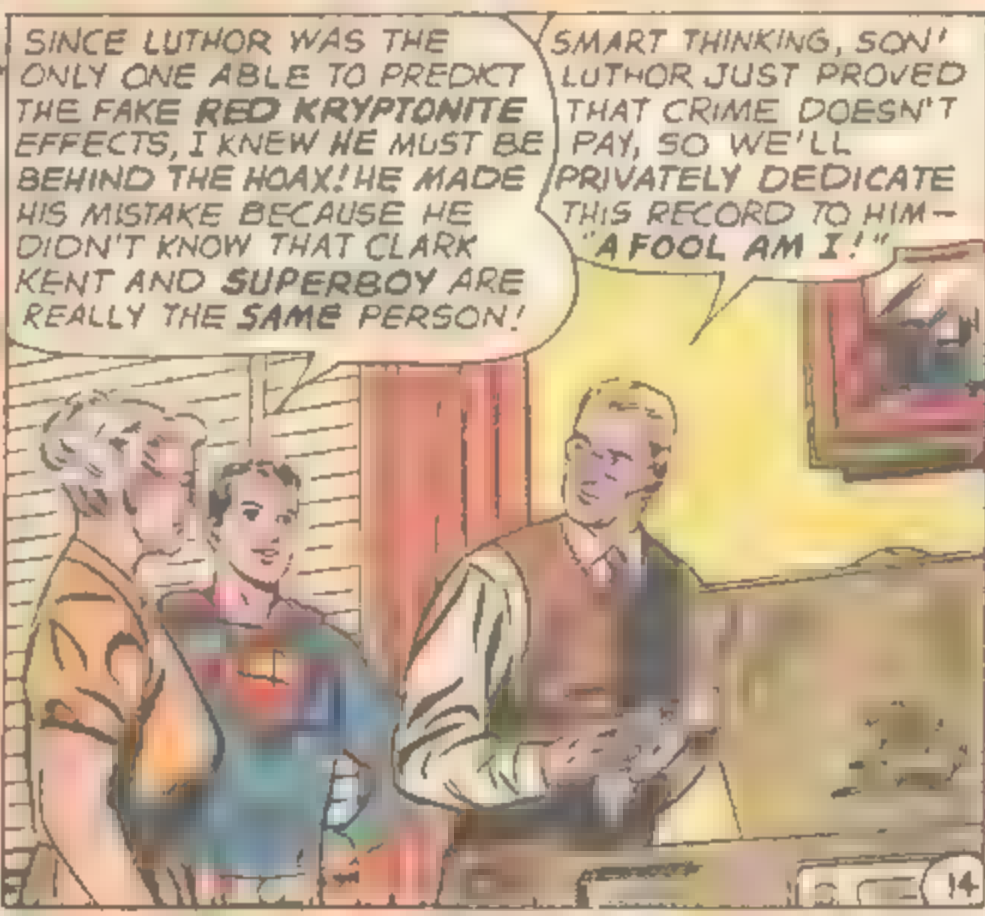
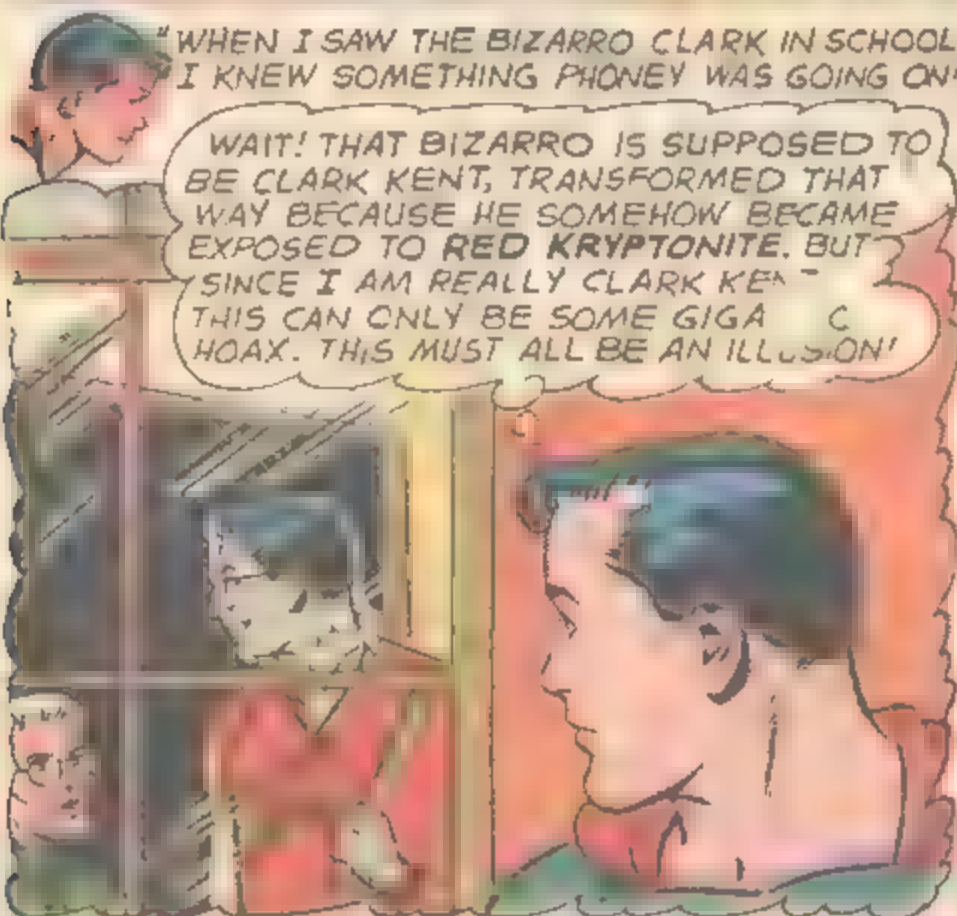
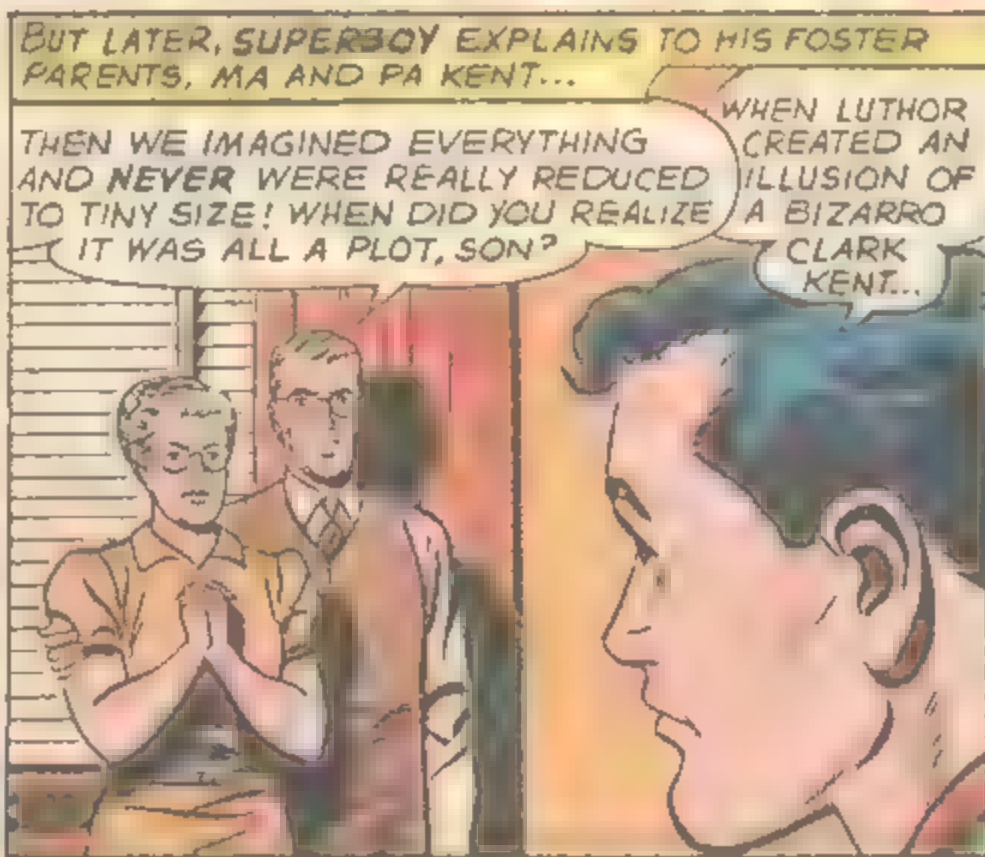
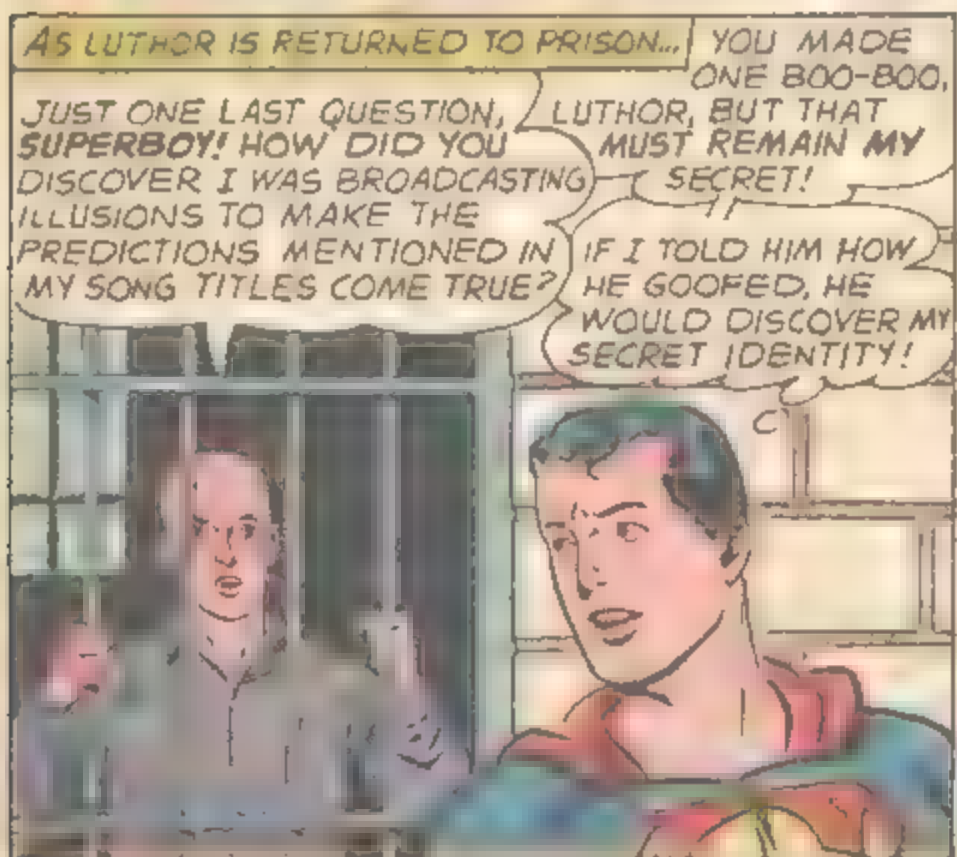
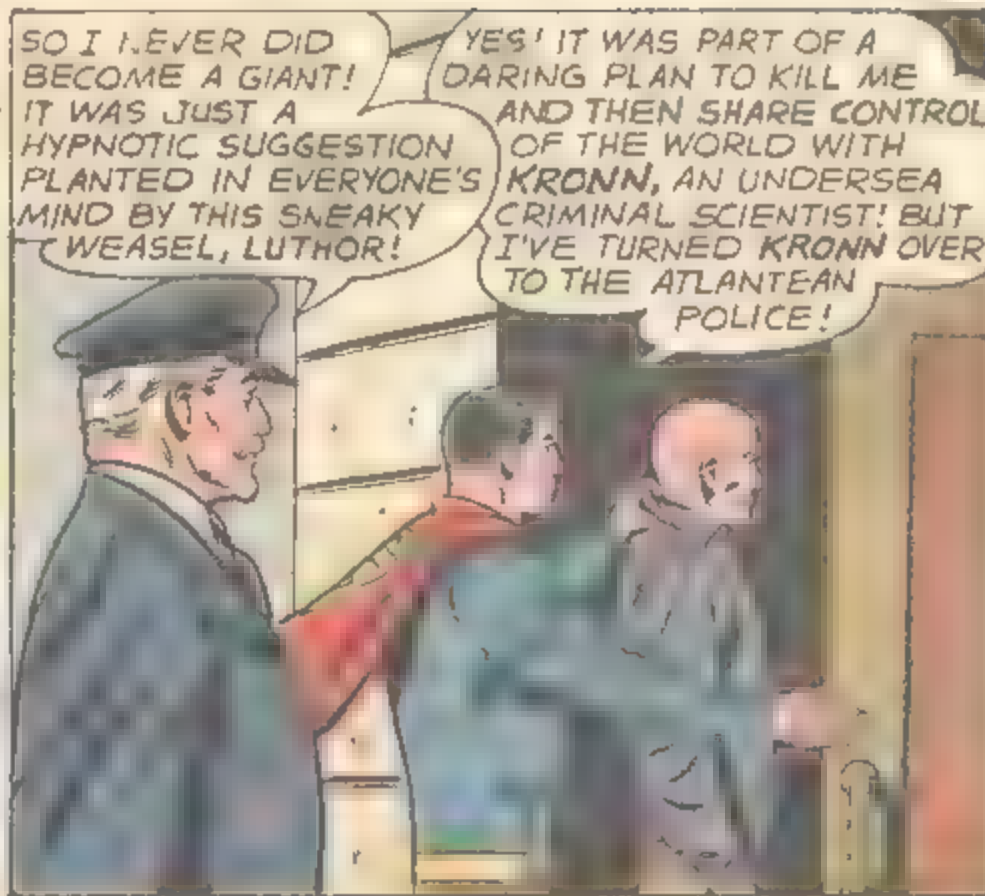
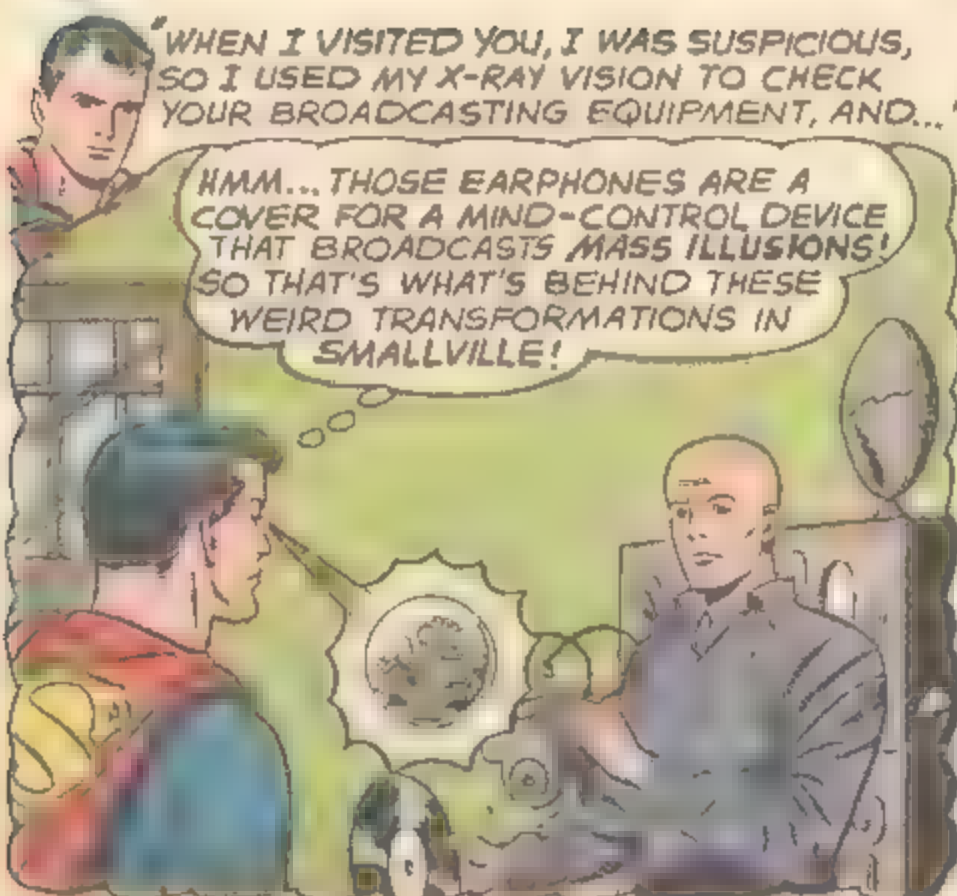
AND **SUPERBOY**! IT'S IMPOSSIBLE!



BUT YOU WERE DEAD! **KRONN** SAW IT WITH HIS OWN EYES! HE TOLD ME SO TELEPATHICALLY! DON'T TELL ME IT WAS ONE OF YOUR ROBOTS THAT TOOK YOUR PLACE AND PRETENDED TO DIE!

NO! WHAT **KRONN** SAW WAS AN HYPNOTIC ILLUSION OF MY DEATH! I HYPNOTIZED HIM WITH AN EXACT COPY OF THE MASS HYPNOSIS DEVICE YOU HID UNDER YOUR FAKE EARPHONES!





SPECIAL ANNOUNCEMENT!

We take great pride in presenting the greatest IMAGINARY NOVEL of them all . . . "The Amazing Story of SUPERMAN RED and SUPERMAN BLUE!" In this story you will see how SUPERMAN RED enlarges the bottle city of KANDOR . . . and how SUPERMAN BLUE restores the exploded planet of KRYPTON! You will be startled to see what happens when SUPERMAN RED marries LOIS LANE . . . and SUPERMAN BLUE marries LANA LANG! Plus MANY other surprises!

This fabulous story will appear in the very next issue of SUPERMAN

Coming... Super-Attractions!

JUNE **SUPERBOY** COMICS ON SALE APRIL 4th

Triple Feature!

1. "The STUPID SUPERBOY!"
(RED K CHANGES SUPERBOY INTO A SIMPLETON!)
2. "KRYPTO'S SUPER-RIVAL!"
(CLARK KENT ADOPTS A NEW SUPER-DOG!)
3. "LANA LANG, SUPERBABY!"
(A GREAT UNTOLD TALE!)

DC

JUNE **JIMMY OLSEN** COMICS ON SALE APRIL 4th

Featuring a great 2-Part novel...
"The DYNAMIC DUO of KANDOR!"

SEE JIMMY OLSEN AND SUPERMAN BECOME FLAME-BIRD AND NIGHT-WING WHEN THEY BATTLE A SUPER-MENACE IN THE BOTTLE-CITY OF KANDOR!

Also: JIMMY OLSEN'S VIKING SWEETHEART!"

DC

MAY **ACTION** COMICS NOW ON SALE

SUPERMAN BECOMES THE LAST MAN ON EARTH WHEN HE IS... "CAPTIVE OF THE RED SUN!"

also: A NEW STORY FEATURING SUPERGIRL and COMET. HER FANTASTIC SUPER HORSE!

DC

ADVERTISEMENT

Tootsie Roll makes HISTORY!

History says, Ponce de Leon from Spain
For the Fountain of Youth searched in vain
But really his goal
Was the great **Tootsie Roll**
Which brought pleasure again and again.

AMERICA'S FAVORITE CANDY!

**Tootsie
Roll**



Dear Editor: Your recent story, "Clark Kent, He-Man", was terrific. I have been reading your stories for about three years, and I thought this one was just about the best. I've long been waiting for Clark to give the bullies that pick on him a taste of their own medicine. I've often sympathized with Clark Kent for the abuse and scorn heaped on him when he pretends to be "meek and timid" in order to prevent the world from knowing he's secretly SUPER-BOY. Therefore, I was very pleased to see Clark rate the respect he deserves. Now, can't you figure out a plot in which the grown-up, adult Clark Kent also becomes a hero?

Ken Newman, Nutley, N. J.

(This story proved a favorite with all our readers. If you want to see a tale in which the adult Clark Kent also becomes a respected hero—but under very different circumstances—get the May issue of SUPERMAN!—Ed.)

Dear Editor: I can't tell you how thrilled I was to see MON-EL finally liberated from the Phantom Zone. His reunion with the members of the Legion of Super-Heroes was very touching; this was absolutely the greatest Legion story you've ever published. My sincerest congratulations.

Ben Conner, Sherman, Tex.

(Thanks for your kind words. We'll pass them on to author Jerry Siegel, who wrote this story.—Ed.)

Dear Editor: I have just read your superb story, "Clark Kent, He-Man", but something puzzles me. What would happen if, by some chance, a resident of Rail City should come to Smallville, see the Kents, and recognize them as the Dentons. This would prove interesting.

Stuart Feuerstein, Glen Oaks, N. Y.

(Not only would it prove interesting, but it would certainly complicate Clark's life—as we will demonstrate in a forthcoming sequel to this story.—Ed.)

Dear Editor: I enjoy each one of your "Legion" stories, but I'm wondering what ever happened to STAR BOY. He became a full-fledged member of the Super-Club in ADVENTURE COMICS No 282. How come we've never seen him since?

Herman Cummings, Cleveland, Ohio

(STAR BOY has been on "detached service" for the Legion on a mission of the utmost importance. You'll learn all about it in a future issue.—Ed.)

Dear Editor: My local stationery store doesn't handle comics. Is there any way I can get ADVENTURE COMICS direct, by subscribing?

Ellen Watkins, Elton, Neb.

(See the full-page announcement telling how you can subscribe to DC comics in the current issue of our companion magazine, ACTION COMICS.—Ed.)

Dear Editor: In ADVENTURE No. 305, in the Legion story, you have Mon-El saying: "... I'll find a means of restoring Lightning Lad to life again." Now don't get me wrong; I think Lightning Lad was a great character. But I do not think that he should be restored to life. In comic books, we are all used to seeing heroes who can fly, repel bullets, read minds, etc. However, no character (fictional or not) should be given the power of the Almighty to give or restore life! People like to use their imagination to an extent, but bringing a dead person back to life would be too much of a shock and your magazine would lose much of its believability.

Russell Whittenburg, South Ft. Mitchell, Ky.

(Your point, while interesting, is highly controversial, and we would prefer hearing from our readers on this delicate subject, pro or con. However, for the record, may we point out that we once published a story in ACTION COMICS wherein Luthor died, and was brought back to life by SUPERGIRL. Readers declared this story a great hit, and no one was offended.—Ed.)

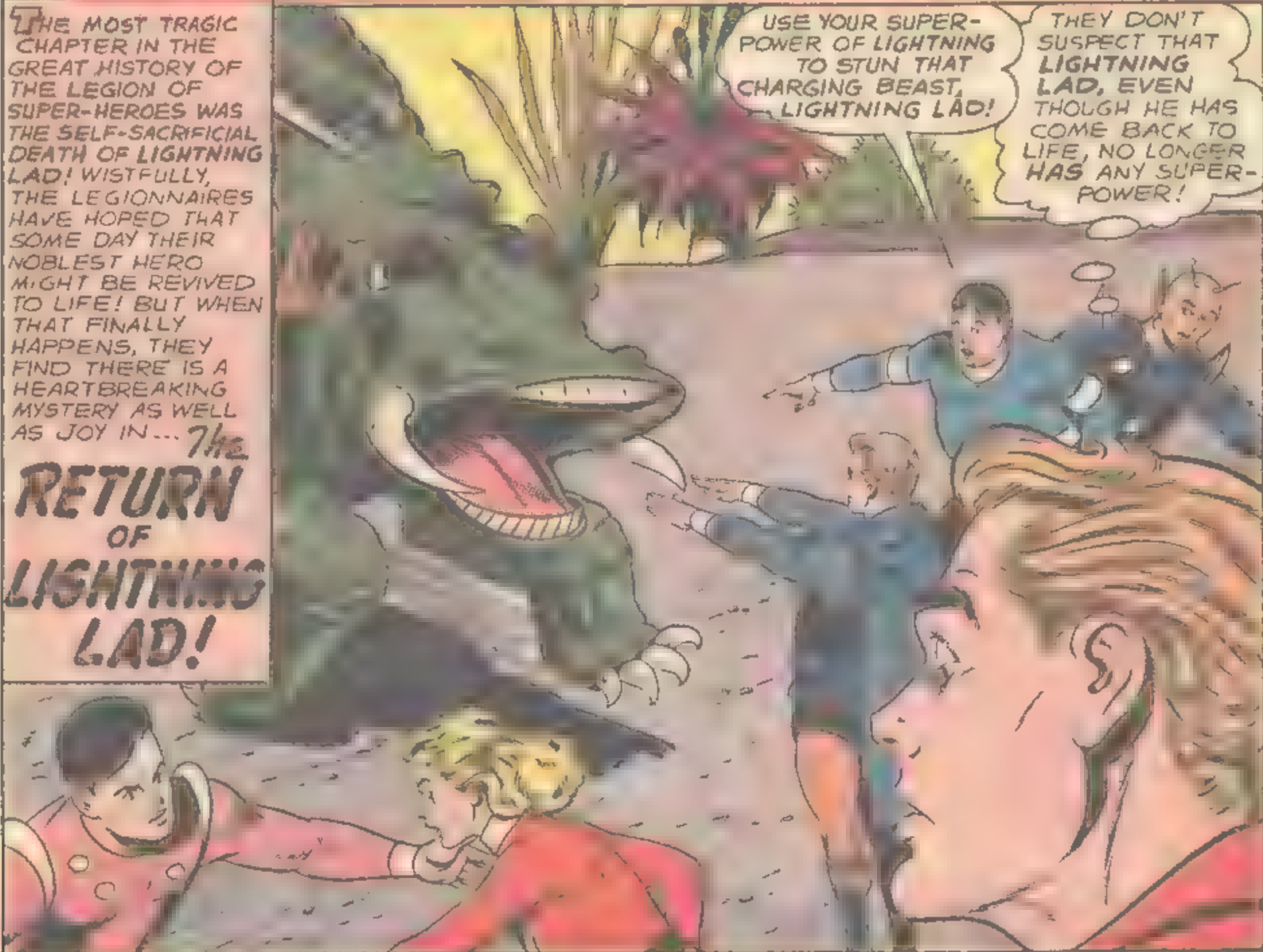
"BITS OF LEGIONNAIRE BUSINESS"

Following are suggestions from readers for new members of the Legion of Super-Heroes: From Mike Meridier, Kenner, La.: "NIGHT OWL—a girl who has the power to produce darkness over a small area." ... Richard Depoe, Syracuse, N. Y.: "ZODIAC BOY ... who can change the future by altering a person's horoscope." ... Bob Marcus, East Meadow, L. I.: "BRITTLE BOY" ... who can break himself into hundreds of pieces and then reunite." ... Mike Witherspoon, Weatherford, Tex.: "KEY KID ... a lad who has the power of opening any lock with his fingers." ... Brenda Grant, Claremont, Calif.: "QUIZ QUEEN ... a girl who can answer any factual question, because she has memorized every book in print." ... Michael Colby, Hewlett, L. I.: "DETECTOR LAD ... he has the power to learn the location of anyone in the Universe" ... "JINX BOY ... he can 'hex' criminals so that they encounter bad luck." ... Harvey Pond, Milford, Conn.: "MIRAGE MASTER ... he can create fantastic mirages merely by will power." ... Jess & Steve Weiner, Little Neck, N. Y.: "RAIN GIRL ... she can cause rainstorms." ... Matthew Maynard, Seattle, Wash.: "NATURE BOY ... he can cause tidal waves, stop waterfalls, make volcanoes erupt"

TALES OF THE LEGION of SUPER-HEROES

THE MOST TRAGIC CHAPTER IN THE GREAT HISTORY OF THE LEGION OF SUPER-HEROES WAS THE SELF-SACRIFICIAL DEATH OF LIGHTNING LAD! WISTFULLY, THE LEGIONNAIRES HAVE HOPED THAT SOME DAY THEIR NOBLEST HERO MIGHT BE REVIVED TO LIFE! BUT WHEN THAT FINALLY HAPPENS, THEY FIND THERE IS A HEARTBREAKING MYSTERY AS WELL AS JOY IN...

THE RETURN OF LIGHTNING LAD!



USE YOUR SUPER-POWER OF LIGHTNING TO STUN THAT CHARGING BEAST, LIGHTNING LAD!

THEY DON'T SUSPECT THAT LIGHTNING LAD, EVEN THOUGH HE HAS COME BACK TO LIFE, NO LONGER HAS ANY SUPER-POWER!

ONE DAY IN THE 30TH CENTURY, OUTSIDE THE CLUBHOUSE OF SUPER-HEROES

THE OFFICIAL FLAG OF OUR LEGION OF SUPER-HEROES! IT'S OF INDESTRUCTIBLE MATERIAL AND LUMINOUS, SO IT CAN BE SEEN FOR HUNDREDS OF MILES!

L

HOW SAD THAT LIGHTNING LAD DIED... CHOKE! BEFORE HE COULD SEE OUR FLAG!

A LITTLE LATER...

MON-EL AND I ARE LEAVING TO INVESTIGATE A WORLD THAT WANTS HELP AGAINST A DESTRUCTIVE SPACE-FUNGUS! BUT YOU WHO STAY... WILL YOU DRAPE ONE OF OUR NEW FLAGS OVER LIGHTNING LAD'S COFFIN AS WE PLANNED?

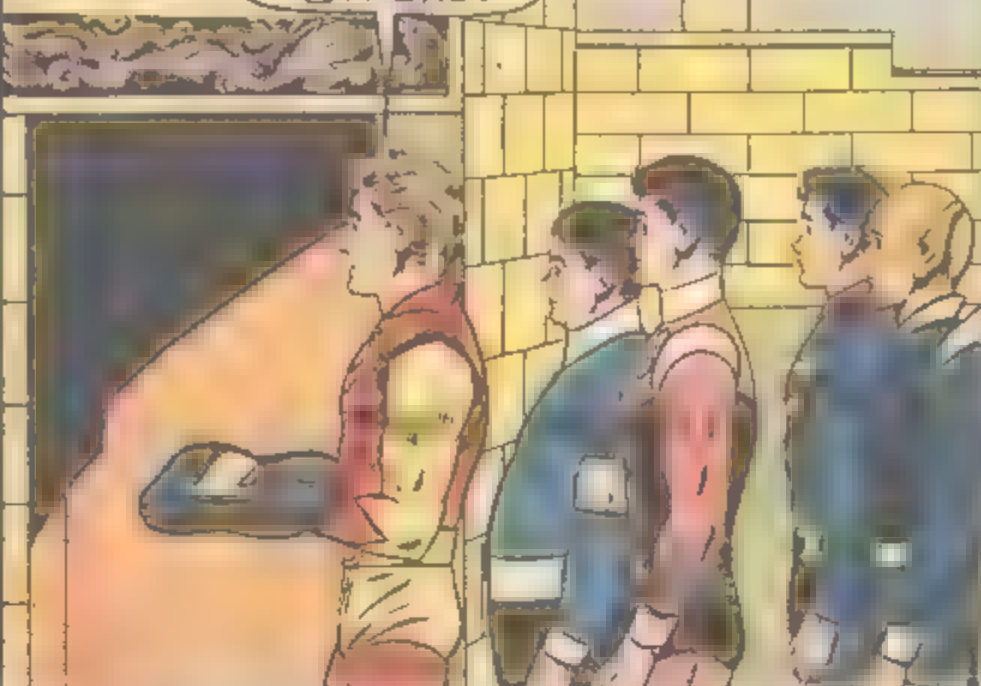
YES, SATURN GIRL... HE WAS THE FIRST OF THE LEGIONNAIRES TO DIE IN ACTION AND DESERVES THE HONOR!



MON-EL [A M G P] [WANG LEON BOUNCE] [COSMIC BOY] [SUN]

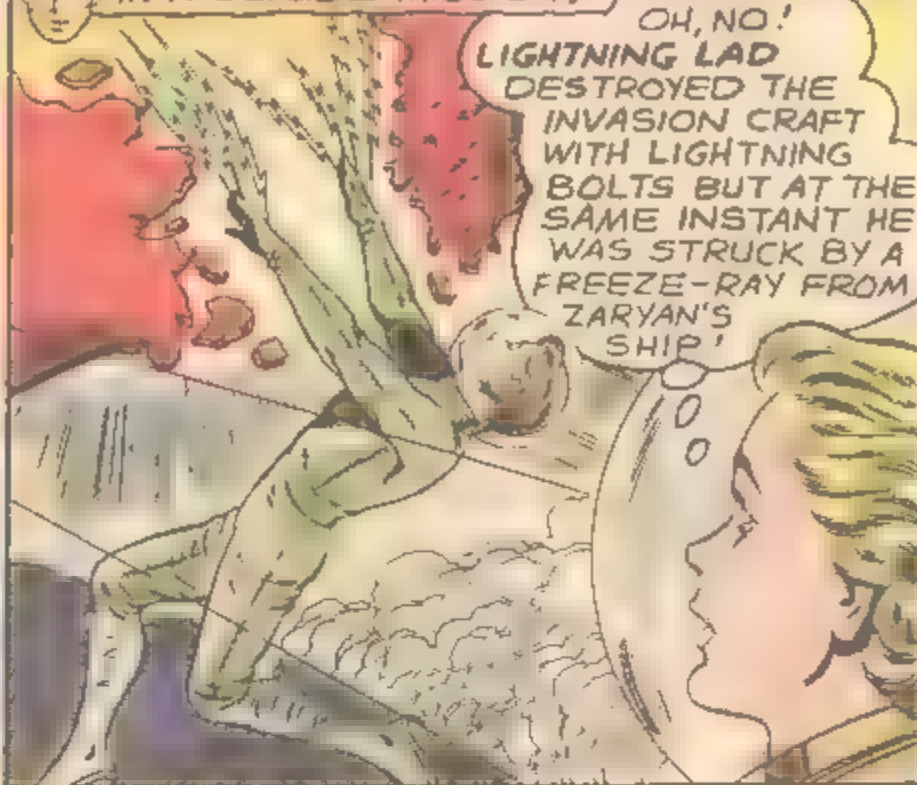
AS THE LEGIONNAIRES MAKE A SAD PILGRIMAGE TO LIGHTNING LAD'S TOMB...

THE LEGION WILL NEVER FORGET HIM AND HOW HE SACRIFICED HIMSELF TO SAVE OTHERS!



"FOR IT WAS HE WHO DESTROYED THE SHIP OF EVIL ZARYAN THE CONQUEROR, IN A SUICIDE MISSION!"

OH, NO! LIGHTNING LAD DESTROYED THE INVASION CRAFT WITH LIGHTNING BOLTS BUT AT THE SAME INSTANT HE WAS STRUCK BY A FREEZE-RAY FROM ZARYAN'S SHIP!



"IN GRATITUDE, WE GAVE HIM THE GREATEST FUNERAL IN HISTORY!"

ALL THROUGH THE GALAXIES, FLAGS ARE AT HALF-MAST, HONORING THE PASSING OF A HERO!

IT'S APPROPRIATE THAT ELECTRIC BOLTS FROM A PERPETUAL-MOTION DEVICE WILL CRASH ABOVE LIGHTNING LAD FOR ALL ETERNITY!



AND NOW, RETURNING INTO THAT CRYPT, A SOLEMN CEREMONY.

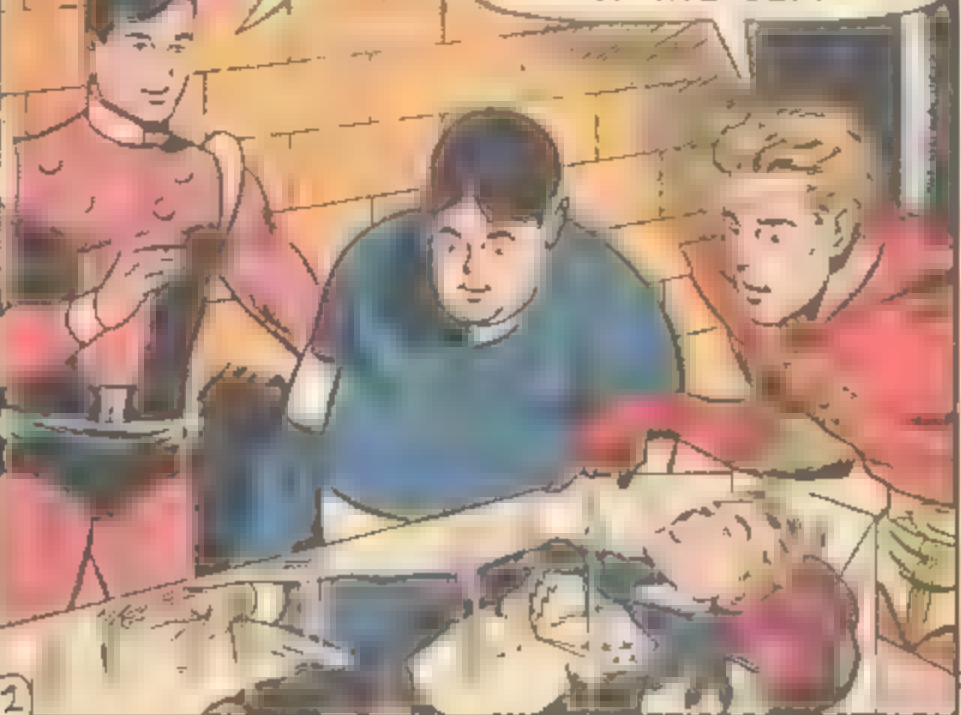
WHY... I THOUGHT I SAW LIGHTNING LAD MOVE A LITTLE! HIS ARM TWITCHED...

THE FLAG OF THE LEGION WILL LIE HERE ON THE COFFIN OF ITS GREATEST HERO!



IMPOSSIBLE, BOUNCING BOY! IT MUST BE YOUR DEEP EMOTION THAT MADE YOU THINK SO

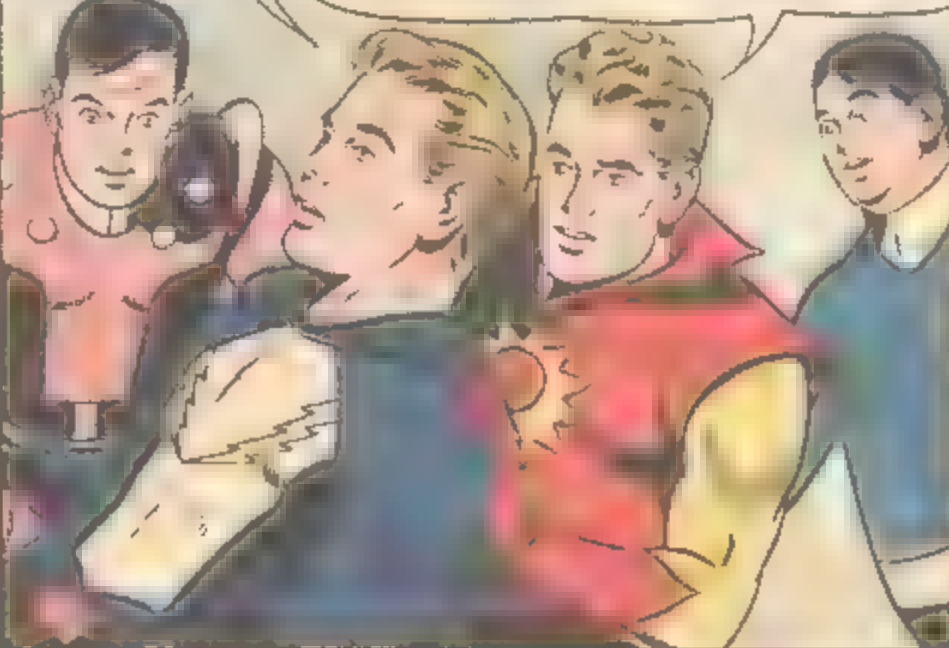
NO, HE'S RIGHT. LOOK DOWN! LIGHTNING LAD MOVED AGAIN! HE'S ALIVE! LET'S GET HIM OUT OF THE COFFIN!



PRESENTLY, AS THE STUNNED LEGIONNAIRES LOOK ON IN WONDER...

WHAT HAPPENED? WHERE AM I?

THE CONSTANT ELECTRIC BOLTS ABOVE HIS COFFIN MUST HAVE SOMEHOW REVIVED HIM FROM THE DEATHLIKE COMA INTO WHICH THE FREEZING-RAY THREW HIM!





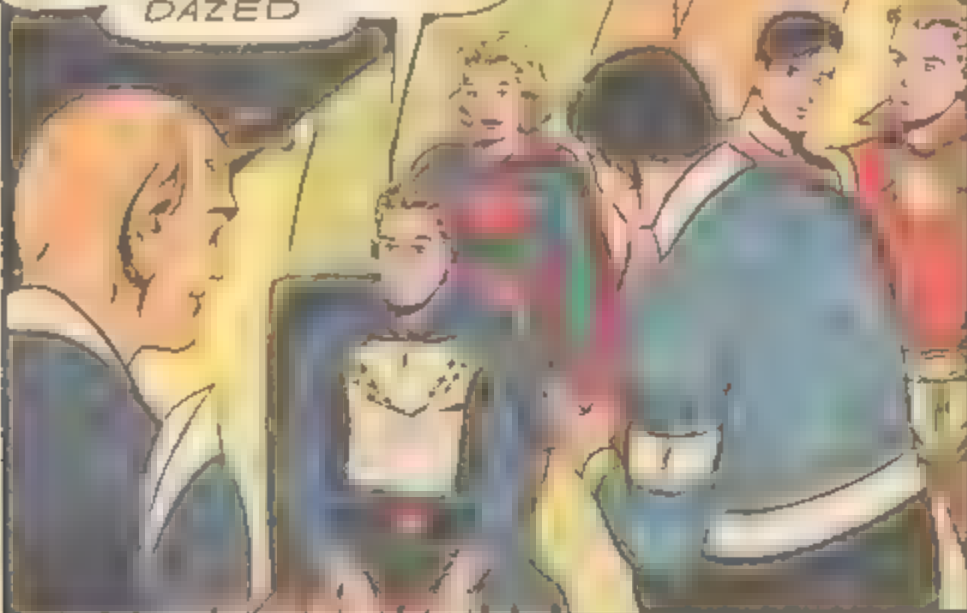
ADVENTURE COMICS



JOYFULLY, THE LEGIONNAIRES TAKE LIGHTNING LAD TO THEIR CLUBHOUSE.

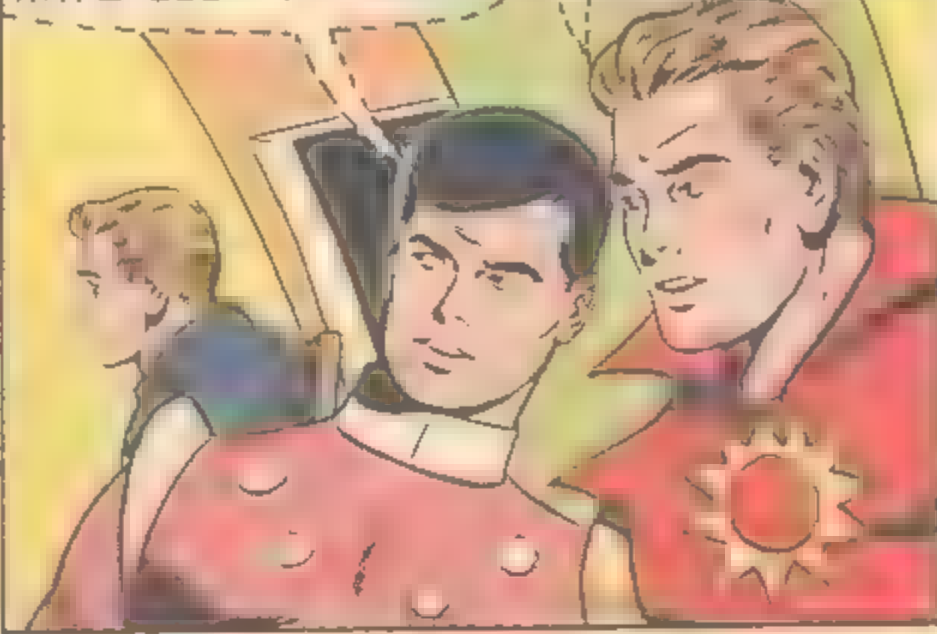
ALL I REMEMBER IS A TERRIBLE, FREEZING PAIN, THEN DARKNESS, AND THEN I BECAME CONSCIOUS AGAIN! MY MIND IS STILL DAZED

BUT YOU'RE ALIVE! AND I'M SURE YOUR MEMORY WILL COME BACK TO YOU SOON!



PSST, SUNBOY! IF HIS MEMORY HAS BEEN AFFECTED, HIS SUPER-POWER MAY ALSO HAVE BEEN AFFECTED BY HIS DEATH-LIKE EXPERIENCE! HE MAY HAVE LOST HIS POWER!

NO, COSMIC BOY, DON'T SUGGEST SUCH A THING! WITHOUT HIS SUPER-POWER, HE COULD NO LONGER BELONG TO THE LEGION!

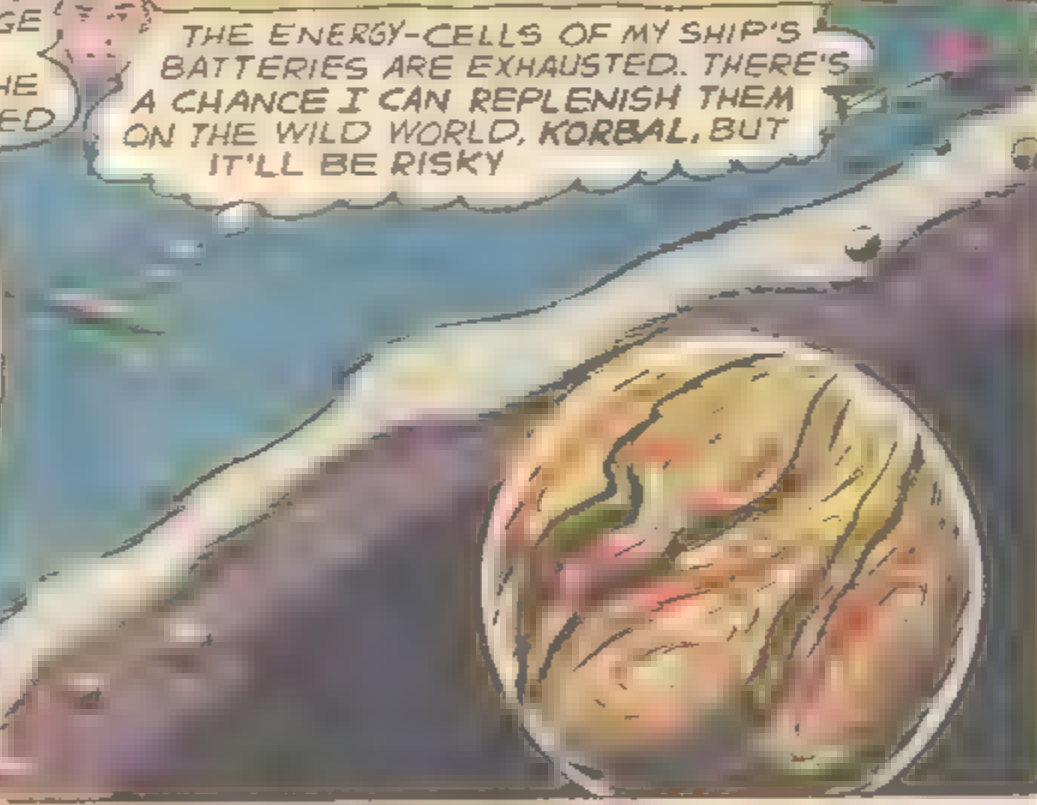
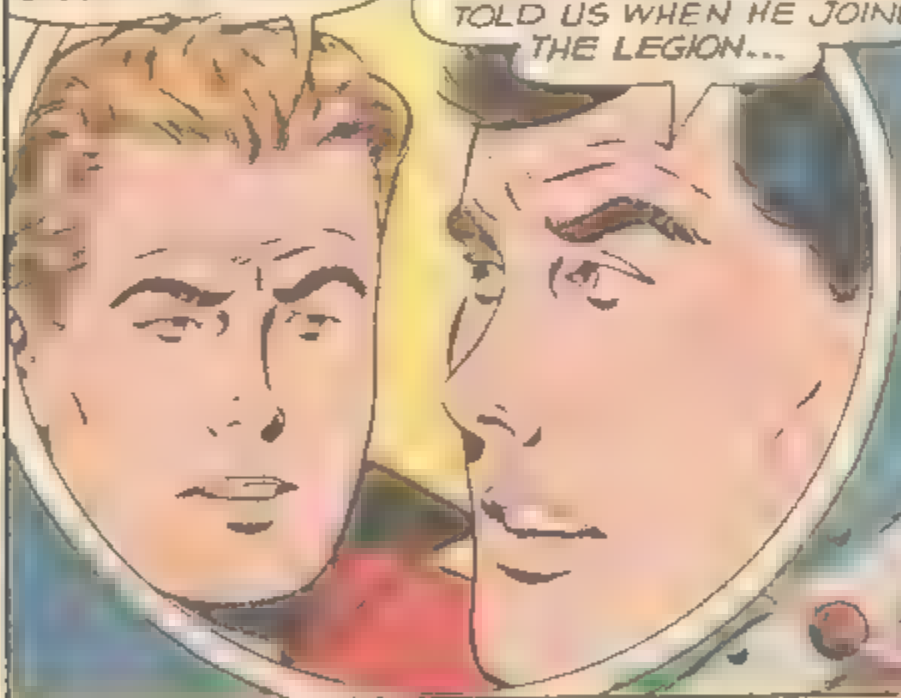


FATE HAS BROUGHT HIM BACK TO LIFE. TO LOSE HIS LEGION MEMBERSHIP NOW WOULD BREAK HIS HEART!

I HOPE NOT, SUNBOY! BUT I'M AFRAID IT COULD BE! REMEMBER THE STRANGE ORIGIN OF LIGHTNING LAD'S POWER, WHICH HE TOLD US WHEN HE JOINED THE LEGION...

"HE TOLD US HOW HIS SPACE-FLIER RAN OUT OF POWER NEAR THE DANGEROUS PLANET, KORBAL."

THE ENERGY-CELLS OF MY SHIP'S BATTERIES ARE EXHAUSTED. THERE'S A CHANCE I CAN REPLENISH THEM ON THE WILD WORLD, KORBAL, BUT IT'LL BE RISKY



"KORBAL WAS SHUNNED BY SPACEMEN BECAUSE ON IT LIVED A STRANGE FORM OF LIFE - LIGHTNING-MONSTERS!"

THESE LIGHTNING-MONSTERS DISCHARGE POWERFUL ELECTRIC BOLTS TO PROTECT THEMSELVES. IF I CAN TRICK THEM INTO SHOOTING BOLTS AT THE ANTENNA I RIGGED OUTSIDE THE FLIER, IT'LL CHARGE THE ENERGY-CELLS!



"BUT HIS TRICK FAILED, AND THE MONSTERS ALL AROUND HIM DISCHARGED THEIR TERRIFIC BOLTS AT HIM!"

WHAT LUCK! THE BLASTS OF ELECTRIC FORCE, COMING FROM ALL DIRECTIONS, ARE NEUTRALIZING EACH OTHER! INSTEAD OF DESTROYING ME, BY SOME FREAK THEY'RE CREATING A TERRIFIC FIELD OF ELECTRIC FORCE AROUND ME!





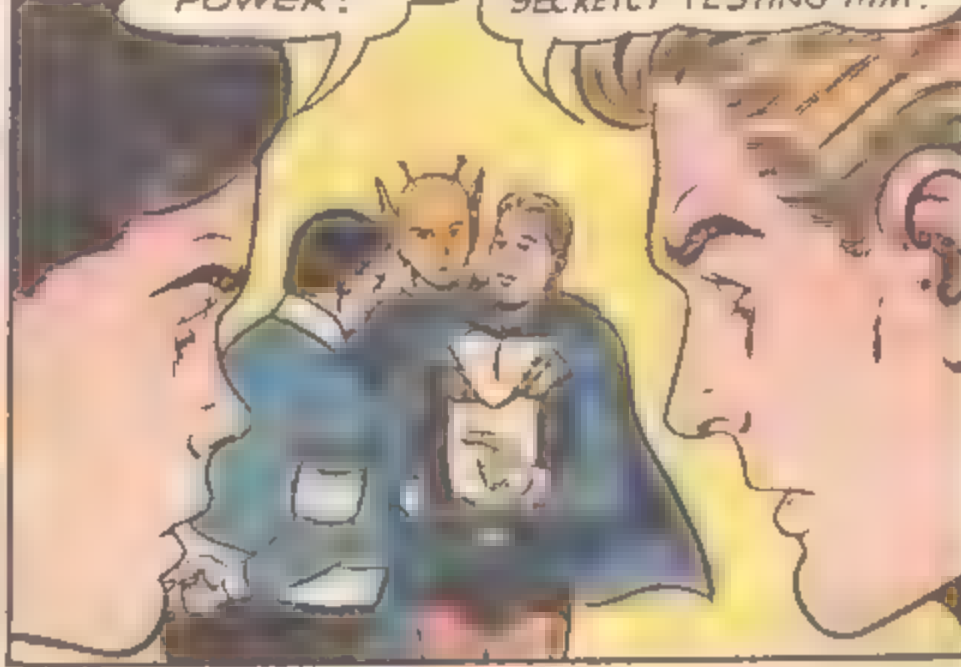
"LATER, HE FOUND THAT THE TREMENDOUS ELECTRIC CHARGE HAD GIVEN HIM THE UNIQUE POWER TO PROJECT SUPER-LIGHTNING AT WILL!"

IT'S GIVEN ME THE POWER TO GENERATE EVEN GREATER VOLTAGE THAN THE LIGHTNING MONSTER! I CAN RECHARGE THE ENERGY CELLS... AND... MAYBE THIS POWER WILL WIN ME MEMBERSHIP IN THE LEGION OF SUPER-HEROES!



DURING HIS LONG COMA, THE ELECTRIC CHARGE THAT GAVE HIM HIS POWER MAY HAVE DRAINED AWAY! WE SHOULD TEST HIM TO SEE IF HE STILL HAS HIS POWER!

I SUPPOSE WE HAVE TO... FOR HIS OWN SAFETY AND THAT OF THE LEGION! BUT WE WON'T LET HIM KNOW WE'RE SECRETLY TESTING HIM!

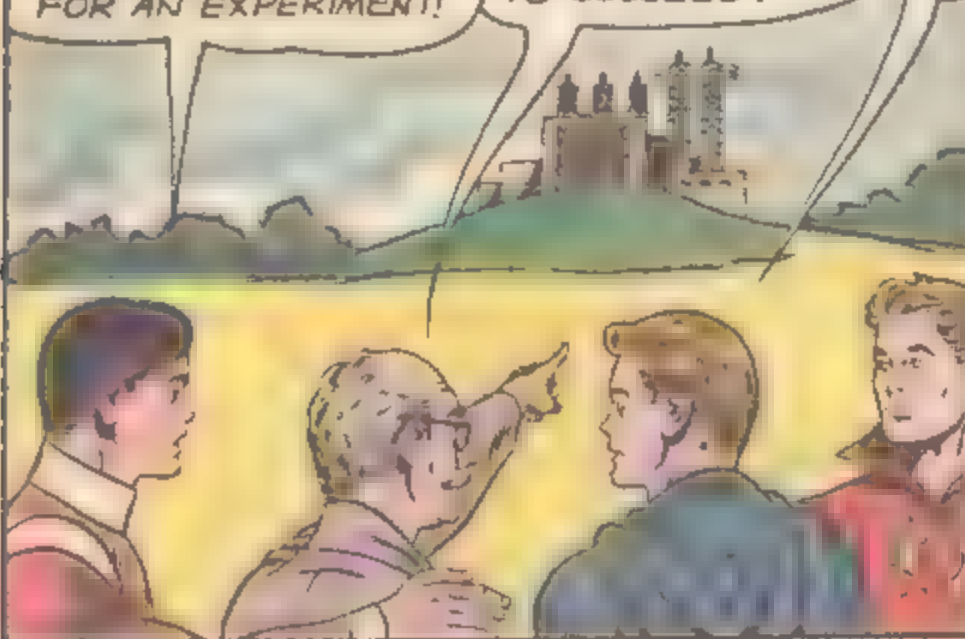


AND SOON...

YOUR REVIVAL SURE IS TIMELY! THIS SCIENTIST, JON ARKOL, NEEDS TREMENDOUS ELECTRIC ENERGY FOR AN EXPERIMENT!

I'M TRYING TO CREATE A SUPER-TOUGH NEW METAL, AND NEED YOUR FULL LIGHTNING-POWER ON THAT HILLTOP CONDENSER TO SUCCEED!

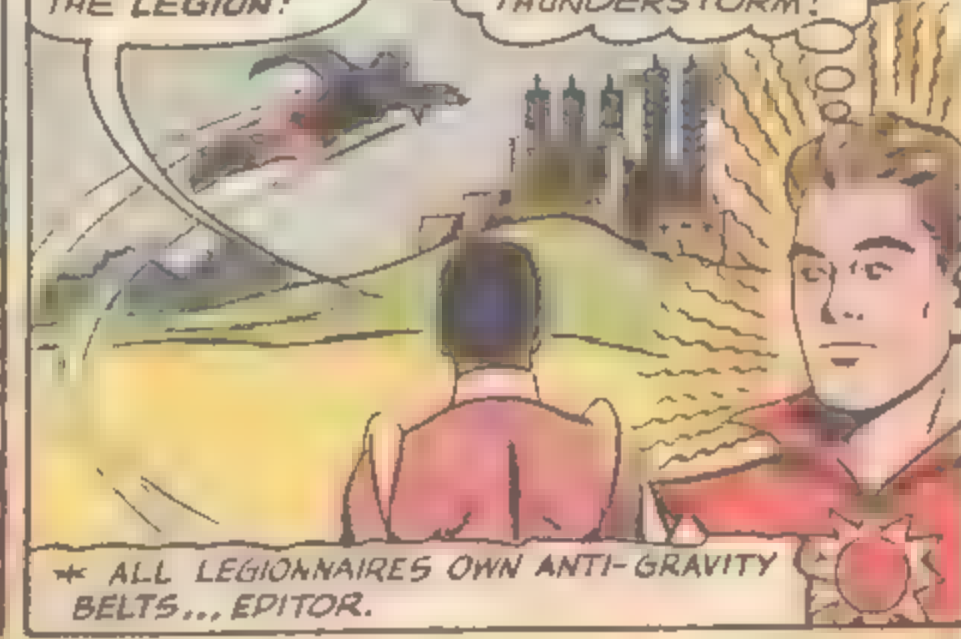
I'LL TAKE CARE OF IT!



AND AS LIGHTNING LAD FLIES TOWARD THE HILLTOP*

IF ONLY HE CAN DO IT! IF NOT, THOUGH I HATE TO SAY IT, WE MUST EXPEL HIM FROM THE LEGION!

I CAN'T LET THAT HAPPEN! I'LL USE MY POWER OF RADIATING HEAT TO CAUSE HOT AIR-CURRENTS THAT WILL CREATE A SUDDEN THUNDERSTORM!

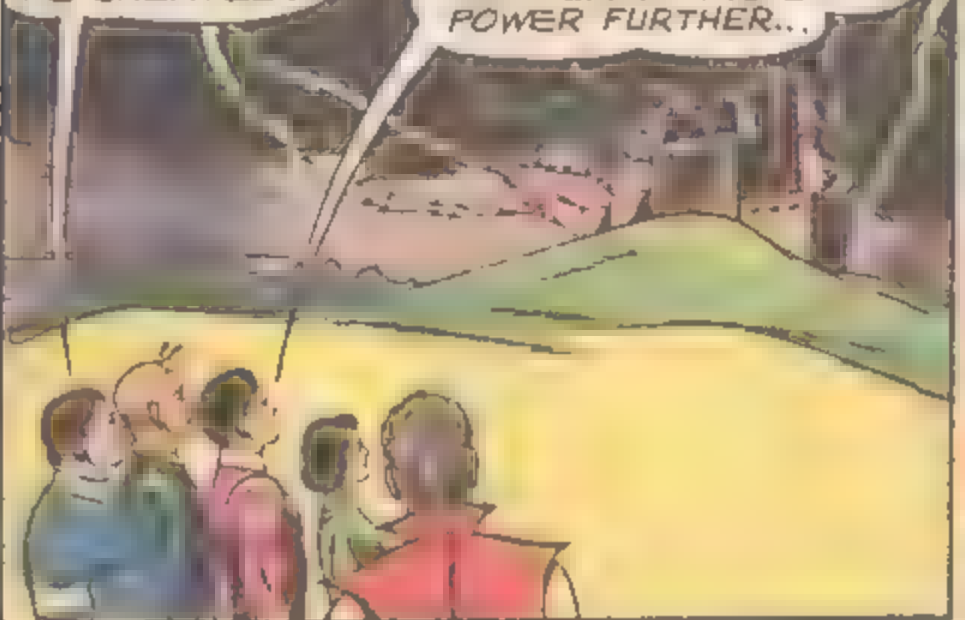


* ALL LEGIONNAIRES OWN ANTI-GRAVITY BELTS... EDITOR.

SUPER-HEATED AIR CAN BRING ON THUNDERSTORMS, AND SUN BOY'S POWER CAUSES ONE MOMENTS LATER!

LIGHTNING LAD IS AS MIGHTY AS EVER... LOOK AT THOSE TERRIFIC BOLTS HE CREATED!

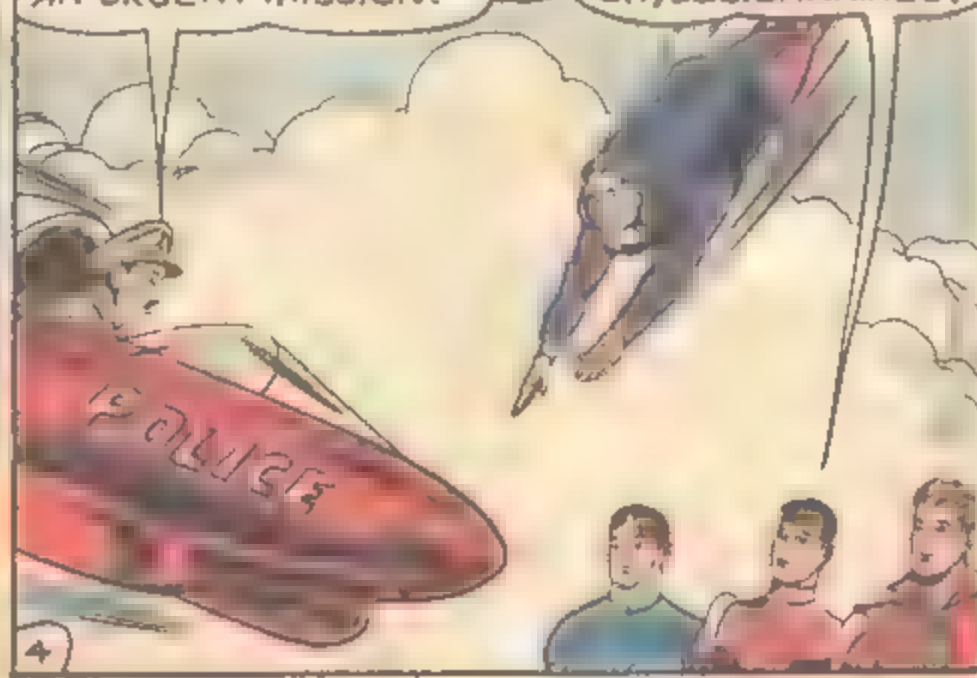
I WONDER! THAT SUDDEN THUNDERSTORM COULD BE CREATING THOSE BOLTS! I THINK WE'LL TEST LIGHTNING LAD'S POWER FURTHER...



BUT BEFORE ANOTHER TEST CAN BE MADE, AN EMERGENCY ALARM SUMMONS THE LEGION!

THE CHIEF OF THE SCIENCE POLICE NEEDS ALL AVAILABLE LEGIONNAIRES AT ONCE FOR AN URGENT MISSION!

SOMETHING BIG MUST HAVE HAPPENED! COME ON, LEGIONNAIRES!





ADVENTURE COMICS



THE COMMISSIONER OF THE SCIENCE POLICE IS A WORRIED MAN!

YOU KNOW THE RUMORS THAT SOMEWHERE IN THE GALAXY IS A THIEVES' PLANET THAT'S A REFUGE FOR CRIMINALS FROM ALL PLANETS OF THE UNIVERSE?

YES, AND IT SHOULD BE RAIDED TO STOP GALACTIC CRIME! BUT NO ONE HAS EVER LOCATED IT!

COMMISSIONER SCIENCE POLICE

RECENT HYPNO-INTERROGATION OF A CAPTURED CROOK INDICATES THAT THE THIEVES' PLANET IS SOMEWHERE IN THIS AREA OF SPACE!

IF IT'S THERE, THE LEGION WILL FIND IT! SOME OF US ARE AWAY ON MISSIONS, BUT THE REST OF US WILL START AT ONCE!

AND SOON THE LEGION SPACE-SHIP ARROWS SWIFTLY TO A DANGEROUS, LITTLE-KNOWN PART OF THE GALAXY!

WE HAVEN'T FOUND ANY WORLD THAT COULD BE THE THIEVES' PLANET! IT JUST ISN'T HERE!

WE CAN'T GIVE UP! WE'LL LAND ON THAT PLANETOID AND KEEP WATCH UNTIL WE SPOT A CRIMINAL SHIP PASSING BY... THEN WE'LL FOLLOW IT!

ON THE DESOLATE PLANETOID A WATCH IS KEPT UNTIL...

I'M ALMOST POSITIVE LIGHTNING LAD HAS LOST HIS POWER, BUT THE OTHERS MUSTN'T FIND THAT OUT!

I SAW THAT SHIP PASSING THIS PLANETOID... BUT IT MUST HAVE SPOTTED US, FOR IT'S TURNED BACK TOWARD US!

IF IT'S A CRIMINAL SHIP IT WILL ATTACK US! LOOK, IT'S DIVING TOWARD US!

THAT SHIP IS OF NON-MAGNETIC METAL AND MY SUPER-MAGNETISM CAN'T AFFECT IT! LIGHTNING LAD, USE YOUR BOLTS AGAINST IT!

HE CAN'T EVIT LIGHTNING ... I'VE GOT TO COVER FOR HIM! I'LL RADIATE A SHAFT OF HEAT AND LIGHT AT THE CLIFF BEHIND HIM AND IT'LL REFLECT OFF THAT, AS THOUGH HE WAS DOING IT!

SOON... GREAT, LIGHTNING LAD! YOUR BOLT KNOCKED IT OUT OF CONTROL. NOW WE CAN CAPTURE THEM WHEN THEY LAND!

HMM... LIGHTNING LAD COULD BE WIELDING LIGHTNING, BUT I'M NOT SURE. THAT SHAFT OF BRILLIANCE LOOKS ODD TO ME!

BEFORE THE DAZED ALIEN CRIMINALS RECOVER FROM THE CRASH-LANDING, THEY ARE OVERPOWERED!

THESE CRIMINALS BELONG TO THE THREE-HEADED RACE OF ALIENS ON THE HYDRA WORLD! EVEN YOU, WHO CAN CAMOUFLAGE YOURSELF AS ANYTHING OR ANYBODY, WOULD HAVE A DIFFICULT TIME DISGUIISING YOURSELF AS ONE OF THEM, CHAMELEON BOY!

YOU'RE SO RIGHT! BUT WHAT KIND OF LOOT HAVE THEY GOT IN THIS SHIP?



THESE CROOKS HAVE ROBBED SOME PLANETARY ZOO OF THE RAREST ANIMALS IN THE UNIVERSE... THE VEGAN LIVING TOP, THE SIRIAN PHANTOM BEAST, AND OTHERS! THEY'RE WORTH A FORTUNE!

BUT WHAT'S THIS SHAPELESS LITTLE ANIMAL? THERE SEEMS NOTHING UNIQUE ABOUT IT!



CHAMELEON BOY SUDDENLY FINDS OUT HOW WRONG HE IS!

IT SUDDENLY CHANGED INTO A SMALL REPLICAF OF YOU! THAT'S THE LEGENDARY PROTEAN BEAST OF ANTARES, WHICH CAN IMITATE ANYTHING!

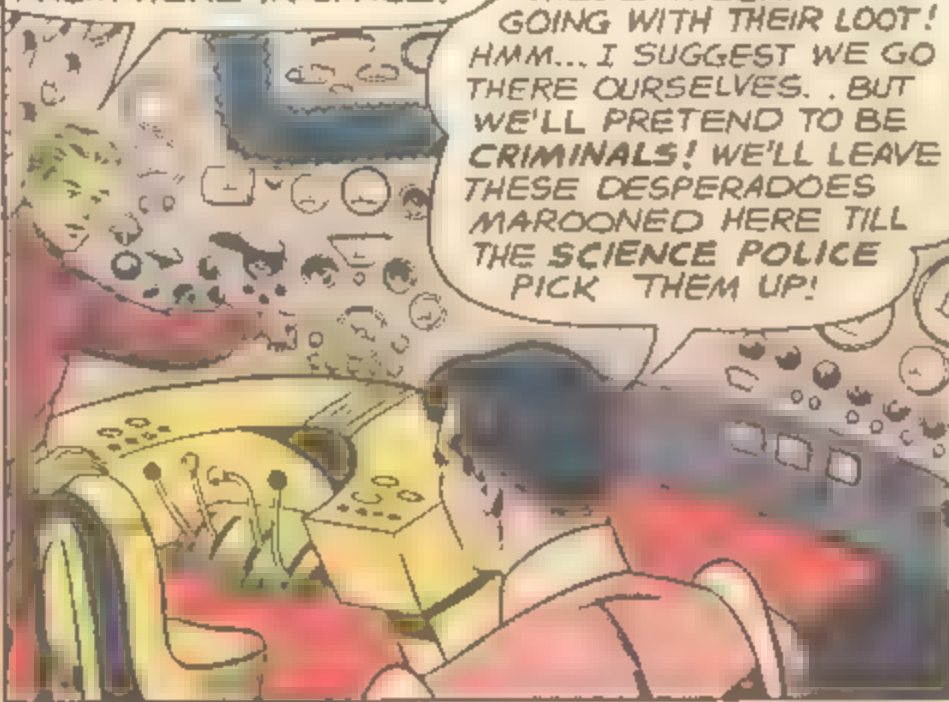
WHY, IT'S A GREATER DISGUISE-ARTIST THAN I AM! I LIKE IT.. I'M GOING TO MAKE IT A PET!



MEANWHILE, BRAINIAC 5 HAS BEEN INVESTIGATING!

LOOK! THE DESTINATION-COMPASS OF THIS SHIP IS SET FOR A POINT NOT FAR FROM HERE IN SPACE!

THEN THAT'S WHERE THE THIEVES' PLANET MUST BE AND WHERE THESE CROOKS WERE GOING WITH THEIR LOOT! HMM... I SUGGEST WE GO THERE OURSELVES. . BUT WE'LL PRETEND TO BE CRIMINALS! WE'LL LEAVE THESE DESPERADOES MAROONED HERE TILL THE SCIENCE POLICE PICK THEM UP!



THE LIVING LOOT OF COSTLY RARE ANIMALS IS PUT IN CAGES AND TRANSFERRED TO THE LEGION SHIP!

LOOK HOW MY PROTEAN PET CAN IMITATE A DIAMOND! "PROTYS" A WONDER... HE CAN IMITATE ANYTHING I TELL HIM TO!

HE'S REALLY GOOD! BUT HELP DISGUISE OUR SHIP, CHAMELEON BOY... WE'LL PRETEND TO BE CRIMINALS SEEKING REFUGE ON THE THIEVES' PLANET UNTIL WE CAN RECONNOITER THE PLACE!



AS THE LEGIONNAIRES SPEED AWAY, THEIR SHIP PAINTED WITH A PIRATE INSIGNIA...

ACCORDING TO THAT DESTINATION-COMPASS, THE THIEVES' PLANET MUST BE NEAR HERE, BUT I CAN'T SEE ANYTHING!

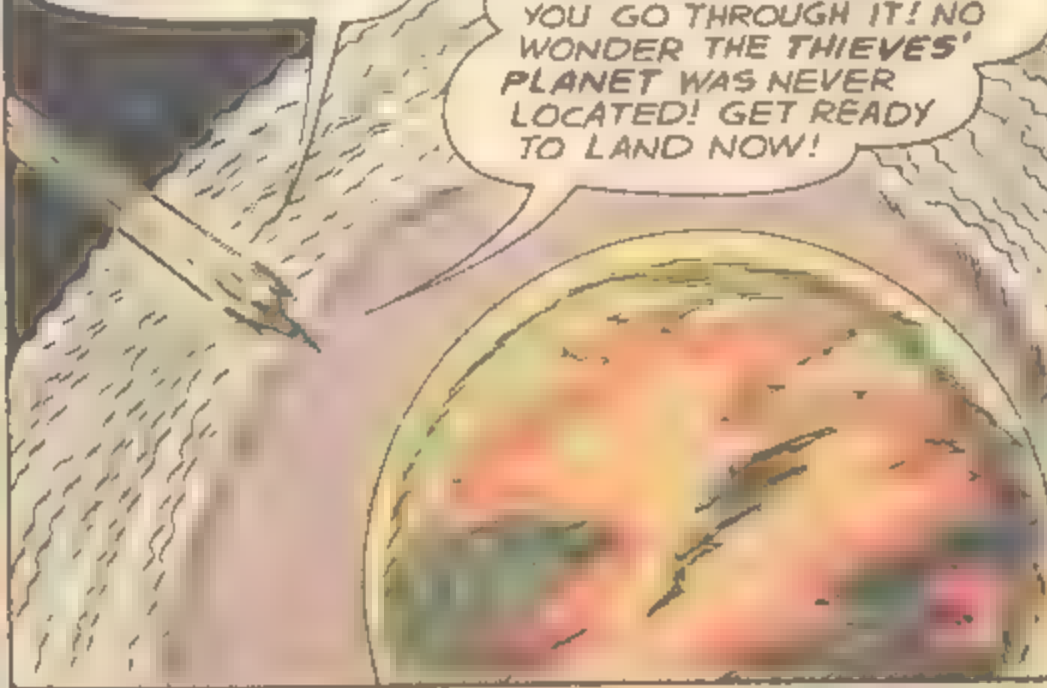
NOTHING BUT EMPTY SPACE! THERE MUST BE SOME MISTAKE... BUT WE HAVE TO KEEP SEARCHING!



THEN SUDDENLY, AS THEIR SHIP PASSES THROUGH A FORCE-ZONE...

THERE IT IS, RIGHT IN FRONT OF US! BUT WHY COULDN'T WE SEE IT A SECOND AGO?

THERE'S A SHIELD OF INVISIBILITY-FORCE ALL AROUND IT THAT KEEPS IT FROM BEING SEEN UNTIL YOU GO THROUGH IT! NO WONDER THE THIEVES' PLANET WAS NEVER LOCATED! GET READY TO LAND NOW!



AFTER LANDING ON THE MOST DANGEROUS WORLD IN THE GALAXY

WE'VE GOT TO PLAY THE PART OF "WANTED CRIMINALS" HERE TILL WE FIND OUT WHO CONTROLS THE INVISIBILITY-SHIELD THAT HIDES THIS WORLD FROM THE POLICE! THAT'S WHAT MAKES IT A CROOKS' PARADISE!

RIGHT! IF WE COULD DESTROY ITS SHIELD OF INVISIBILITY, THE THIEVES' PLANET WOULD CEASE TO BE A PERFECT HIDEOUT!



IN THE COLORFUL BAZAAR OF THE THIEVES' PLANET ARE ALIEN CRIMINALS WHO OFFER STRANGE LOOT FOR SALE FROM ALL THE PLANETS...

THESE LOOK LIKE PYRAMID MEN FROM ALTAIR!

WE OFFER FOR SALE THESE "LIVING PAINTINGS" STOLEN FROM THAR... THE FIGURES IN THEM CONSTANTLY MOVE, BECAUSE THEY'RE PAINTED WITH A CHEMICAL THAT'S A LIVING LIQUID!



I BELONG TO THE ANT-RACE OF CANOPUS. WHAT WILL YOU OFFER FOR THIS ELEMENT TREE I STOLE? IT BLOSSOMS WITH LEAVES OF GOLD, SILVER, MAGLIUM, PLATINUM, YERNIUM AND OTHER PRECIOUS ELEMENTS!

ATTENTION! I AM AN AUTOM GUARD! I DO NOT RECOGNIZE YOU STRANGERS. WHO ARE YOU?

WE'RE PIRATES! WE LOOTED DIFFERENT WORLDS OF THEIR RARE ANIMALS, AND HAVE SOUGHT REFUGE HERE!



THEN...YOU MUST REPORT...TO THE MASTER OF THIS WORLD!

LEAD US TO HIM, THEN!

HE'S THE ONE WE'RE HUNTING FOR... BUT I'LL HAVE TO LOOK OUT FOR LIGHTNING LAD IF THERE'S TROUBLE, SINCE HE HAS NO SUPER-POWER NOW!

WEIRD INDEED IS THE MASTER OF THE THIEVES' PLANET...

HMM...THEIR MASTER IS A SPHERE OF PURE ELECTRICAL ENERGY!

BUT MY ELECTRICAL MIND IS POWERFUL IN TELEPATHY AND HYPNO-CONTROL... WHICH IS WHY YOU CAN HEAR MY THOUGHTS! I AM THE MASTER HERE BECAUSE I CREATED AND MAINTAIN THE INVISIBILITY-SHIELD AROUND THIS WORLD!

IF WE CONQUER THIS CREATURE, THE THIEVES' PLANET CAN BE CLEANED UP...

WE PIRATES CAME HERE FOR REFUGE...

FOOLS, DO YOU THINK YOU CAN DECEIVE ME? I READ IN YOUR MINDS THAT YOU ARE MEMBERS OF THE LEGION OF SUPER-HEROES!

DON'T TRY TO USE YOUR SUPER-POWERS! MY ROBOTS' RAY-GUNS ARE SET SO THAT SUPER-MAGNETISM, LIGHTNING OR SUPER-HEAT-RADIANCE WILL TRIGGER THEM AUTOMATICALLY!

HE'S GOT US... SOME OF US WOULD SURELY BE BLASTED BY THOSE RAY-GUNS IF WE TRIED TO USE OUR POWERS!

IMPRISON THEM IN THE JEWEL JAIL UNTIL I HAVE TIME TO RANSACK THEIR MINDS TELEPATHICALLY AND LEARN ALL THEIR SECRETS!

IT'S INCREDIBLE... WE OF THE LEGION HAVE BEEN OVERCOME, AT LAST, BY THIS STRANGE CREATURE OF LIVING ELECTRICAL ENERGY!

THE JEWEL JAIL IS AN UNEARTHLY PRISON INDEED!

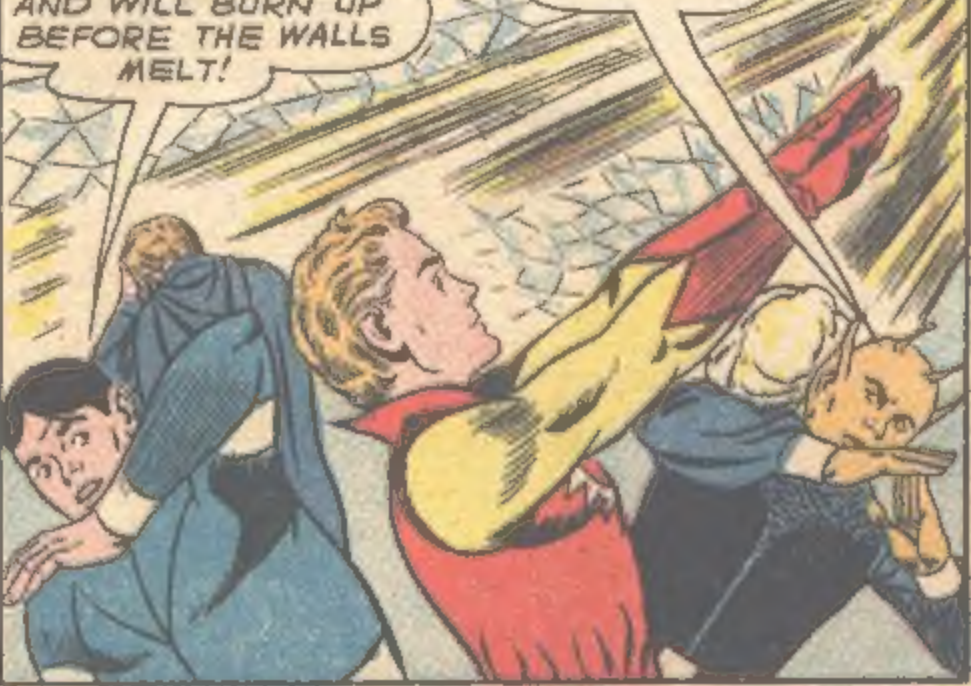
WE'VE GOT TO ESCAPE BEFORE THAT CREATURE PUMPS OUR MINDS EMPTY! SUPER-MAGNETISM WON'T AFFECT THE WALLS OF THIS HUGE HOLLOW JEWEL, BUT MAYBE HEAT WILL!

I'LL TRY...THERE ARE NO AUTO-MATIC RAY-GUNS COVERING US NOW!

BUT AS SUN BOY UNLOOSES HIS POWER OF RADIANCE...

TURN OFF YOUR HEAT, SUN BOY! IT'S BEING REFLECTED BACK FROM THE JEWEL-WALLS AND WILL BURN UP BEFORE THE WALLS MELT!

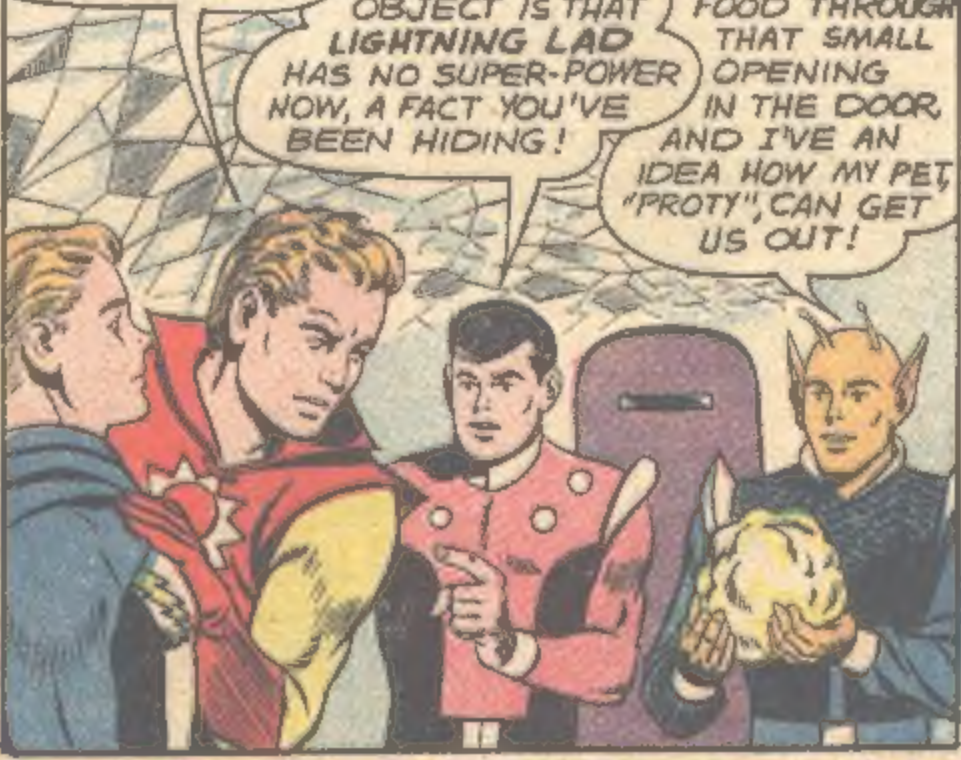
MAYBE LIGHTNING LAD CAN BLAST A WAY THROUGH THE WALLS WITH HIS BOLTS!



NO, HIS BOLTS WOULD BE REFLECTED BACK ON US, TOO!

PERHAPS SO... BUT I THINK THE REAL REASON YOU OBJECT IS THAT LIGHTNING LAD HAS NO SUPER-POWER NOW, A FACT YOU'VE BEEN HIDING!

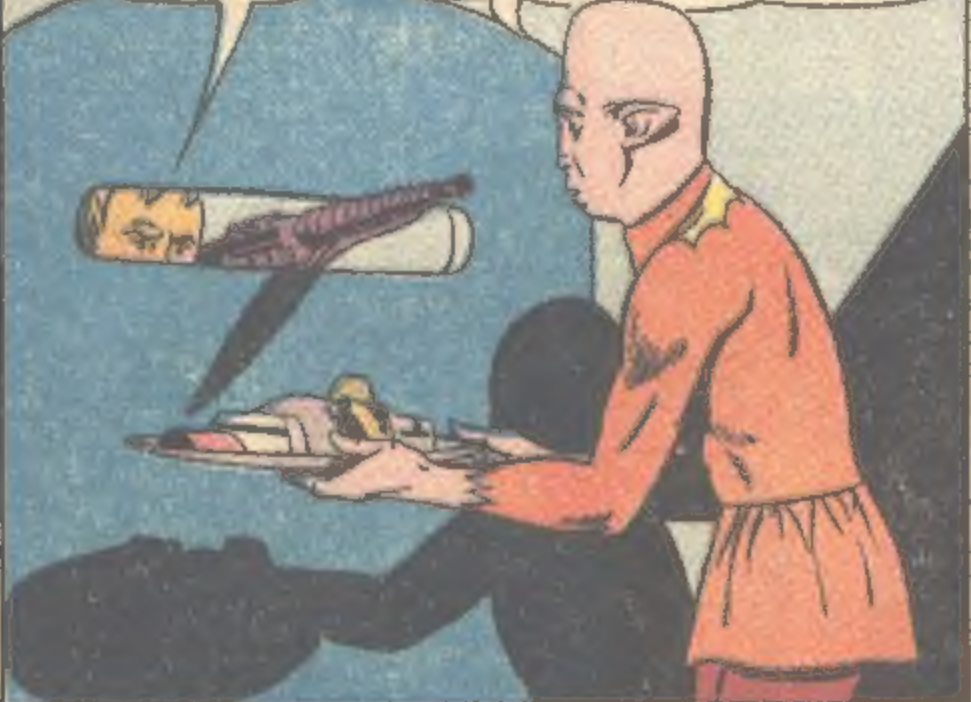
FORGET THE ARGUMENT! SOON A GUARD WILL GIVE US FOOD THROUGH THAT SMALL OPENING IN THE DOOR, AND I'VE AN IDEA HOW MY PET, "PROTY", CAN GET US OUT!



LATER, WHEN AN ALIEN GUARD BRINGS FOOD...

OPEN THE DOOR OF THIS PLACE, OR I'LL BLAST!

HOW COULD YOU GET A RAY-GUN? IT'S FANTASTIC... BUT I'LL DO AS YOU SAY!



NEXT MOMENT...

HA, HA! "PROTY," WHO CAN IMITATE ANYTHING, TURNED HIMSELF INTO A FAKE "RAY-GUN" WHEN I GAVE HIM THE IDEA BY THOUGHT!

HE CAME IN HANDY! NOW LET'S USE THAT FAKE GUN TO FOOL THE OTHER GUARDS AND GET OUT OF THIS JAIL!

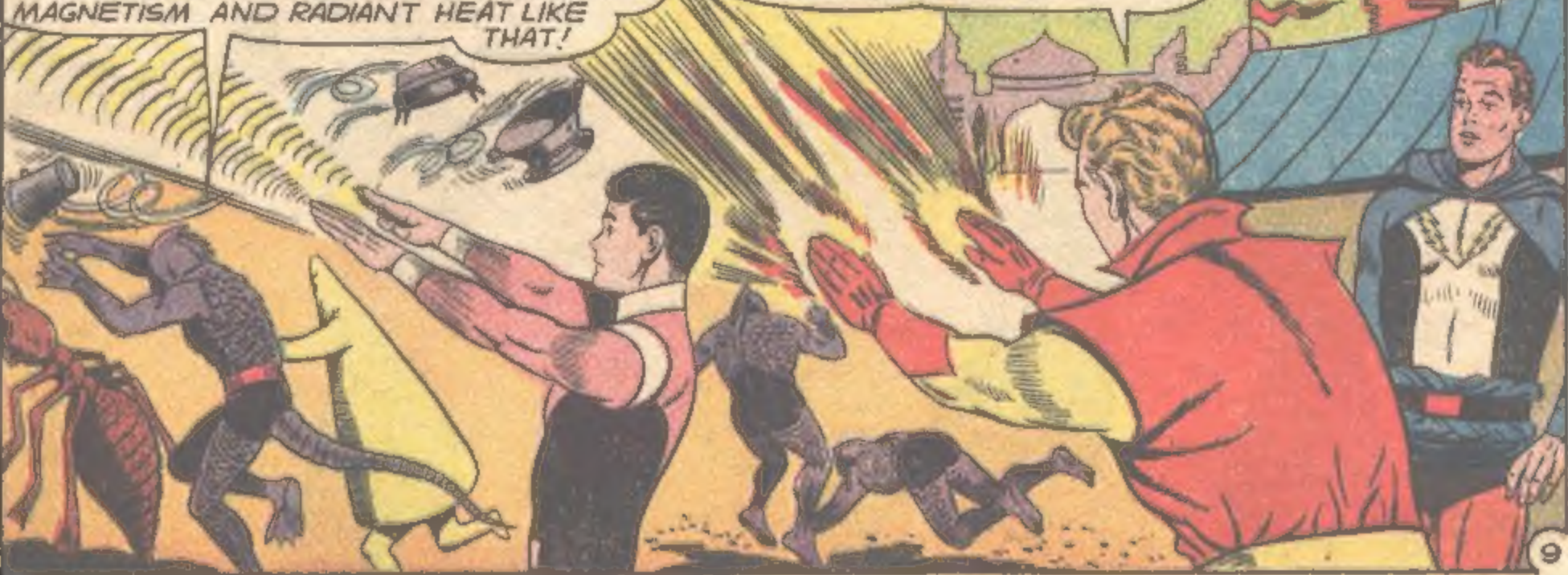


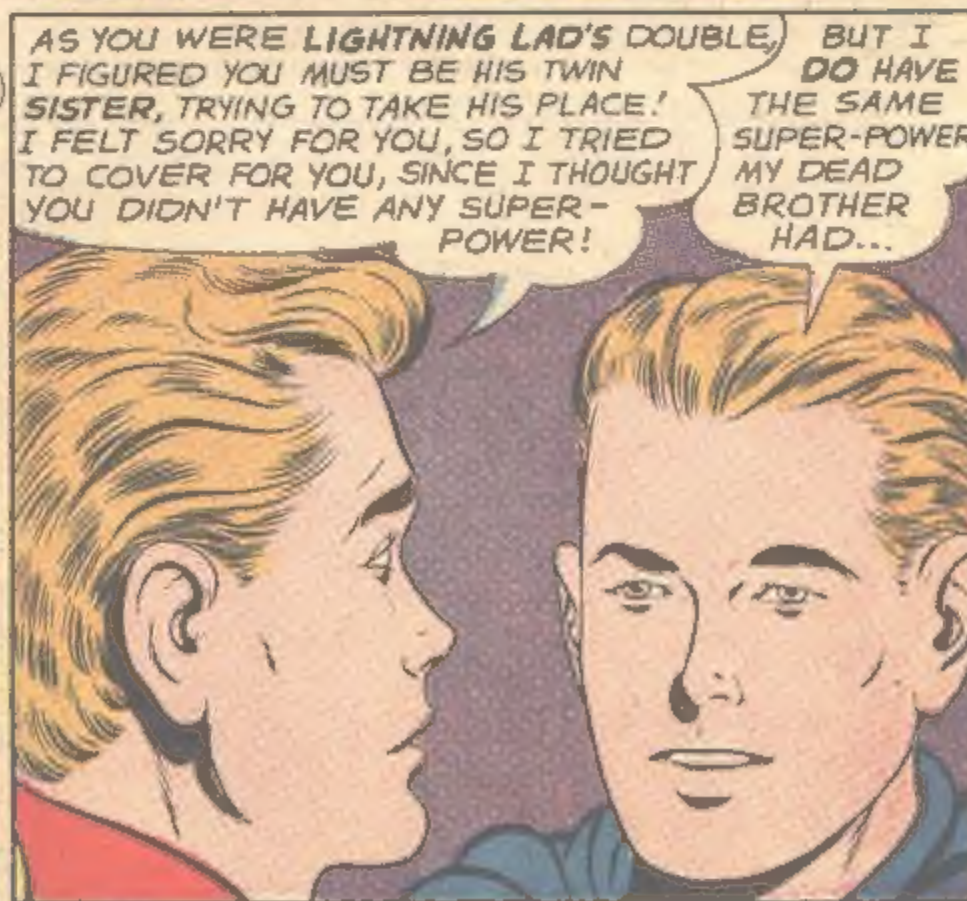
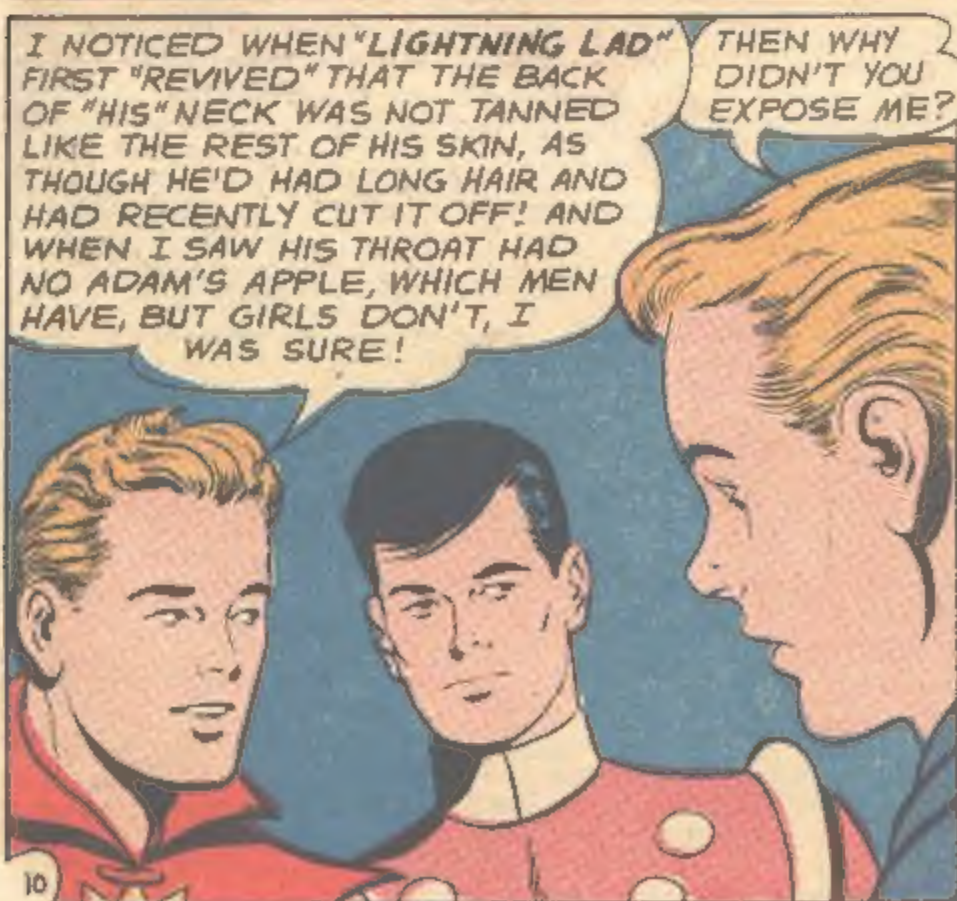
PRESENTLY, FREE AT LAST TO USE THEIR POWERS, THE LEGIONNAIRES SURGE FORTH UPON THE THIEVES' PLANET!

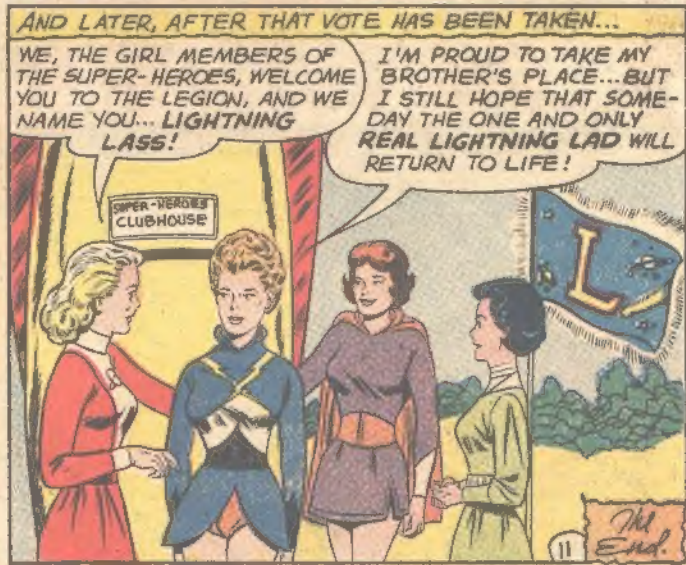
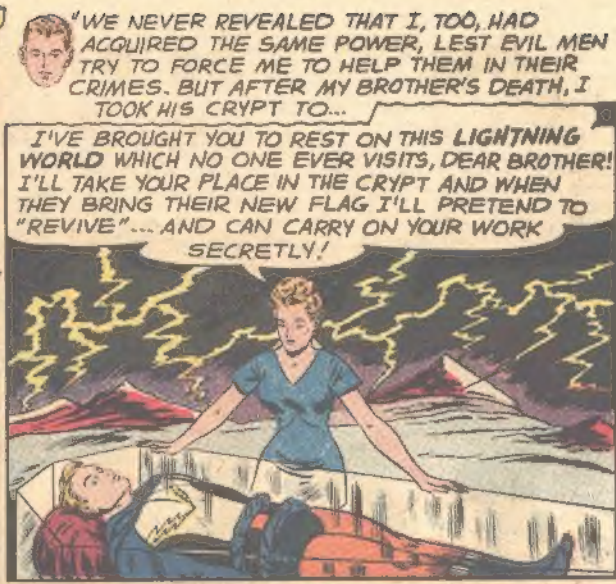
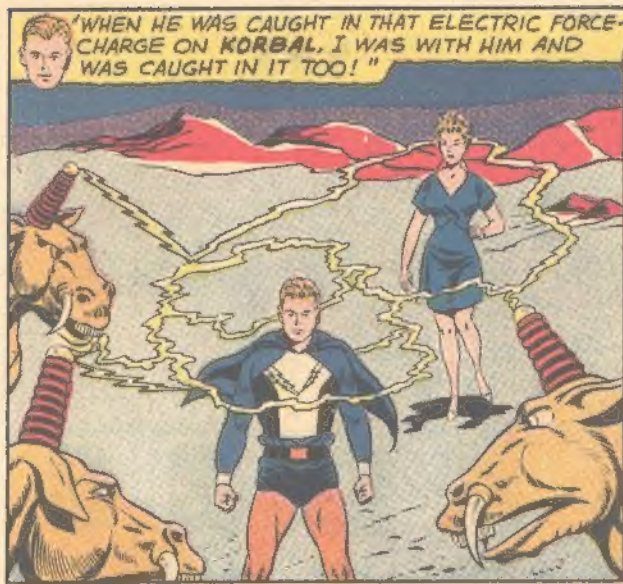
THEY MUST BE MEMBERS OF THE LEGION OF SUPER-HEROES. I'VE HEARD SOME OF THEM HAVE POWERS OF MAGNETISM AND RADIANT HEAT LIKE THAT!

WE'VE GOT TO FIND AND OVERPOWER THE MASTER! YOU STAY BACK, LIGHTNING LAD... THAT'S AN ORDER!

BUT...







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